St. Lawrence Square: Stage One -
Preliminary Concept and Proposal

July 1988

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CITY OF TORONTO
HOUSING DEPARTMENT

CITY PROPERTY DEPARTMENT

PLANNING & DEVELOPMENT DEPARTMENT

AND

FINANCE DEPARTMENT

METROPOLITAN
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FILE: #

July 12, 1988

To: City Council

Subject: ST. LAWRENCE SQUARE: STAGE ONE - PRELIMINARY CONCEPT AND PROPOSAL

Origin: Commissioners of Housing, Property, Planning and Development and Finance

1. ORIGIN OF THE INITIATIVE

Both the City of Toronto and the Province of Ontario have been actively seeking major initiatives to deal with the continuing shortage of affordable housing. The work of the Mayor's Housing Action Committee, and the Province's Assured Housing Program are specifically aimed at dealing with the problem. For some time the City has been re-examining the potential of a number of areas around the core. At the same time the Province had commissioned a consultant study to examine the feasibility of a major re-vitalization program in the area due east of the St. Lawrence Neighbourhood. At a meeting of the Premier and the Mayor early in May, these initiatives came together and paved the way for a signficiant opportunity for provincial-municipal action in this area.

The document attached to this report presents a rationale for the City to become involved as a partner with the Province of Ontario in the re-vitalization of an area referred to as "St. Lawrence Square". That document argues that this initiative is necessary and justified in face of the continuing crisis and represents a unique opportunity for a major intervention by both levels of government. It identifies areas of concern that will be dealt with as planning and development proceeds, and it presents a preliminary concept plan developed in discussions between several civic departments in consultation with a number of ministries of the provincial government.

This report seeks the support of City Council for the initiative which, in turn, will result in further action both by the Premier of Ontario and various commissioners in the civic service. The City Solicitor also has a detailed report before you today on various applications and an agreement which will form the basis for several of those actions referred to previously.

2. THE PROPOSAL AND ITS OBJECTIVES

The "St. Lawrence Square" proposal represents a unique opportunity to create a new community close to downtown and to tackle the city's housing crisis head-on. Seventy acres of under-utilized industrial land and railway tracks lying between the St. Lawrence Neighbourhood and the Don River Valley will be transformed into a new neighbourhood -- one which will become home to at least 12,000 people and will contain both local employment and a full range of services. "St. Lawrence Square "will be one-and-a-half times as large as the new St. Lawrence Neighbourhood.

The key objectives of this initiative relate to an aging industrial environment, the creation of a viable neighbourhood and the continuing crisis in affordable housing in the City of Toronto.

- This is an aging industrial area which houses a mixture of rail yards, shipping terminals, storage yards, truck operating warehousing, wholesaling and automobile operations. Fewer than a thousand people are currently

employed there. Environmental conditions are generally poor after one hundred years of industrial use. The opportunity therefore exists to remove noxious uses, improve the quality of air and soil in the area and to upgrade the physical quality of the environment all the way to the Don River.

- Successive City Councils have pledged their commitment to increasing the strength, diversity and livability of Toronto neighbourhoods. The commitments made in St. Lawrence and Frankel/Lambert, and currently in the Railway Lands, to creating new neighbourhoods in formerly aging areas have proven to be very successful. A good opportunity exists in St. Lawrence Square to develop a diverse new community that echoes and builds on the strengths of existing neighbourhoods, that respects the heritage of the area and which provides a wide range of housing opportunities for Torontonians.

- The ongoing housing crisis in Toronto leaves no option but for City Council to take bold, imaginative and decisive action. St. Lawrence Square offers the chance to add between 6,000 and 7,000 units to the housing stock of the city. The housing choices will be diverse in terms of size and form; a healthy mix of families, singles and seniors will be housed; and, as in St. Lawrence, a variety of tenures will be encouraged. Up to 60 per cent of the units will be targeted for affordable housing producers.

- These are the major benefits: but there will be others. The experience in Frankel/Lambert and St. Lawrence indicates that the City's tax base will be expanded by a factor of between five and ten. The employment base is likely to increase. And both active and passive recreation space will be augmented.

3. PARTNERSHIP WITH THE PROVINCE OF ONTARIO

The success of St. Lawrence Square will depend on the willingness of the City and Province to work together. To initiate immediate action, the City Solicitor will be

requesting authority to make an application for approval to expropriate, and for applications to the Province of Ontario with respect to the Environmental Assessment Act, the Expropriations Act and the Housing Development Act. Further, he will request authorization for application for O.M.B. approval of the financing and for the Commissioner of City Property to negotiate agreements with the Railway Companies. In a later report, dependent on the provincial response to the intended applications, he will be requesting authority for the City to enter into a Housing Development Agreement with the Province as represented by the Minister of Housing, and for approval to expropriate, the actual expropriation itself and actions required out of that expropriation.

The Housing Development Agreement with the Province spells out the obligations and expectations of both parties. Essentially, it creates the framework for the development and the financial foundation upon which St. Lawrence Square will rest. A brief summary of its contents follows:

- The Building Development is to have an objective of 7,000 units, subject to the environmental review and planning process. The housing mix is to comprise 60 percent affordable (including 35 percent non-profit) and not more than 40 percent market housing.

- The Province of Ontario will guarantee financing, including carrying costs, for the site acquisition and preparation, planning and development, servicing and environmental improvement of the new community:

  - development revenues should cover costs;

  - if costs exceed revenues the City is responsible for the first $20 million of deficit. Twenty million dollars is the amount estimated for the replacement and upgrading of existing infrastructure, for which the City would have been responsible anyway;

- The Province will ensure that 35 percent of the housing units will be funded under its non-profit housing programs and made available to the City;
- The City of Toronto will acquire the land and expedite the planning and development of the community in an expeditious and cost-effective manner;
- The City will retire the outstanding financing on disposition of development parcels;
- The City will ensure that the detailed requirements of the Ministry of the Environment are met;
- The City will submit semi-annually business and financing plans to be agreed on between the Province and the City;
- The City will report regularly on the status of the development;
- A Steering Committee of civic and provincial staff will be created to monitor the development.

As noted previously, it is expected that this "partnership" will be in existence for a long period of time. In addition, the Provincial Government will be obligated to provide operating subsidies for up to 35 percent of the units in St. Lawrence Square for up to 35 years.

4. EXPROPRIATION, ACQUISITION AND RELOCATION

The land proposed to be acquired to implement the redevelopment scheme comprises some 62 acres. Of this total, approximately 38 acres are held in private ownership with the balance owned by Canadian National and Canadian Pacific Railways.

The acquisition of the privately-owned land was given careful consideration. To ensure the goal of providing affordable

housing, in the desired time-frame, the most appropriate method of acquiring the privately-owned land is by means of expropriation. The Expropriations Act provides protection for expropriated owners and ensures they will be treated fairly and equitably.

Negotiations for the acquisition of the railway lands are currently ongoing. The response to date has been positive and we are confident the negotiated acquisition of this land can be resolved in the near future.

We realize the great impact this land assembly will have on property owners, tenants and those working in the area. Once the actual expropriation has been authorized, the adverse impact on the businesses must be addressed. A firm comprehensive strategy for businesses to be relocated is essential. This relocation strategy includes:

- a select multi-disciplinary team to deal sensitively with the relocation concerns of the affected business owners;

- an analysis of the longest period of time the affected businesses could possibly stay on site prior to the implementation of the redevelopment and if it is possible for certain affected businesses to remain within the redeveloped area;

- the identification of specific sites which are available for relocation and a firm method of determining the cost of those sites within a certain time frame;

- a cataloguing of privately-owned sites which are or become available and may be suitable for relocation purposes.

It must be noted that, although we will make every effort to minimize business disturbance, relocation may not be readily available or warranted in some cases.

5. PLANNING AND DEVELOPMENT PROCESS

The St. Lawrence Square preliminary concept was prepared to investigate the feasibility of developing a new, primarily residential neighbourhood in the area to the east of the existing St. Lawrence Neighbourhood, and to identify the likely process, and policies, that would be required to make it a reality.

In accordance with the requirement of the Ministry of the Environment, and prior to the submission of a Part II Official Plan to the Minister of Municipal Affairs for approval under the Planning Act, the City will undertake and submit an Environmental Overview Study to the Minister of the Environment for approval, following a process of public notice, review and comment. The Environmental Overview Study will identify key environmental concerns, including issues of soil, air and ground water quality, noise and vibration, waste, and their effects on health; and contain, amongst other things, a description of detailed environmental studies on mitigation measures and strategies, the environmental planning and approvals process, environmental agreements to be required and a summary of public submissions.

The City will also develop detailed soil and groundwater quality management programs for the lands, with each program being submitted to the Ministry of the Environment for approval, prior to passage of the Zoning By-law amendments for the site(s) concerned. Each program will examine if, how and where contaminated soil should be removed.

St. Lawrence Square will require the preparation and approval of a new Part II Official Plan for the area, which will guide the redevelopment of the neighbourhood. These policies will be implemented by a revised zoning for the area. Issues to be dealt with in the Plan will include, among others, the residential character and density of the area, phasing, its compatibility with adjacent areas, policies on parks and green space, its effect upon local and regional transportation, and environmental issues. This process, too, will include ample opportunities for public notice, review and comment prior to the completion of the Plan.

Consistent with the requirement of the Ministry of the Environment, and to be described in the Part II Plan, the Zoning By-law will be the subject of holding symbols under Section 35 of the Planning Act, which will only be removed when the environmental remediation program in the given area has been approved by the Ministry of the Environment.

The final level of municipal review will occur through the Development Review/Site Plan Control provisions of Section 40 of the Planning Act. This process will be used to ensure that the final arrangement of buildings and green space is consistent with the City's environmental and urban design objectives for the area.

Within this broadly defined planning framework, issues related to the residential development must be addressed. These include the desirable mix of unit types based on demographic projections, the identification of appropriate development parcels within the larger plan, and of the required community services and facilities.

The best means of allocating development parcels to producers of both affordable and private market housing must be identified. This will be in accordance with the model recently presented to City Council by the Liaison Committee.

The original St. Lawrence Neighbourhood is widely seen to be a successful community both socially and physically. The identification of its strengths and weaknesses will be useful in developing this next generation of inner-city neighbourhoods - St. Lawrence Square.

A detailed design of the services and utilities infrastructure must also be produced in consultation with the appropriate City and Metro Departments and the utility companies.

The impact of traffic and transportation requirements of the new community on existing, adjacent neighbourhoods and vice-versa will require careful consideration.

6. NEXT STEPS

Provided that City Council commits itself to proceeding in partnership with the Province to move forward on the proposed St. Lawrence Square development, and instructs the City Solicitor accordingly, the next major step is for Council to instruct the appropriate Commissioners to report on the work program required to give effect to the concept.

7. RECOMMENDATIONS

1. That City Council indicate initial acceptance by the Corporation of the City of Toronto of the Preliminary Concept Plan and Proposal referred to in this report as "St. Lawrence Square".

2. That the Commissioners of Housing, Property, Planning and Development and Finance report to the July 27, 1988 meeting of the Executive Committee with detailed work programs to give effect to City Council's commitment referred to in Recommendation 1.

Commissioner of Housing

Commissioner of City Property

Commissioner of Planning and Development

Commissioner of Finance

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CITY OF TORONTO
LEGAL DEPARTMENT

Dennis Y. Perlin

July 12, 1988

To: City Council

Subject: St. Lawrence Square - Required Applications for Project Commencement and Land Acquisition

Origin: Commissioners of Housing, Planning and Development, City Property and Finance (c06cnc188013:169)

You will have received from the Commissioners of Housing, Planning and Development, City Property and Finance under separate cover a Preliminary Concept Plan for a proposed building development project known as "St. Lawrence Square" together with a covering report describing the proposed project and recommending initial acceptance of the Preliminary Concept Plan and authorizing the preparation of detailed workplans.

The purpose of this Report is to obtain Council approval for those actions by the City which are necessary in order to commence the project and undertake an expeditious land acquisition.

The initial process requires six applications. They are described below and are then followed by recommendations to proceed therewith.

These six applications are as follows:

1. Application for Exemption under the Environmental Assessment Act.

2. Application for Approval to Expropriate all Lands with the exception of the Railways' Lands.

3. Application for Waiver of the Hearing of Necessity Procedure under the Expropriations Act.

4. Application for Approval of the Project under the Housing Development Act together with the necessary Loan Guarantees.

5. Application for Ontario Municipal Board Approval of The Housing Development Agreement.

6. Application to the Railway Companies and Marathon for acquisition of their lands.

Appropriate officials and/or staff have been consulted with respect to each of the applications mentioned below and City staff believe that there would be support by those officials/staff for the applications of the City in the form proposed if City Council approves the making of those applications as recommended.

1. Application For Exemption from Environmental Assessment Act

The first application that must be made is an application for an exemption of the proposed project under the Environmental Assessment Act. Most of the components of such a project are already generically part of the exemptions provided for under the Environmental Assessment Act and its Regulations. However, considering the scope and the scale of this project, it is advisable that the project itself receive a formal exemption under the Environmental Assessment Act.

In consultation with the Environmental Protection Office of the Health Department, it was considered appropriate to ask for such a project exemption not only because the Act and the Regulations provide for exemptions for most if not all of the components of the proposed project, but also because an environmental assessment is not necessary in this case, considering the process proposed to be followed in dealing with environmental issues during the development of the lands.

In terms of alternatives to the undertaking, those were explored and it is the opinion of City staff as well as Provincial staff who have worked on the proposed project to date that there are no alternatives in the Central Area close to downtown that would permit the scale of development proposed in this case and which would permit the development of a new residential component with a significant number of affordable housing units close to the downtown area.

When one goes beyond the issue of alternatives, one will find that the environmental overview study that must be done in accordance with the conditions set out in the attached draft Exemption Order will be comparable to an environmental assessment. Further, the environmental overview study and the results thereof will be subject to public review and then to approval by the Ministry of the Environment before the Part II Official Plan Amendment is submitted to the Minister of Municipal Affairs for approval. Further environmental issues can be made part of any hearing process under the Planning Act at Council and also at the Ontario Municipal Board if there are such issues which affect the future development of the lands the handling of which people are not satisfied with.

Finally, it is proposed that the application for exemption be a request for a conditional Exemption Order in the form set out in Appendix A to this Report. The conditions of the proposed Exemption Order will ensure that there is a thorough environmental planning and approval process for the site including a comprehensive environmental overview study; a detailed Part II Official Plan Amendment with extensive environmental provisions and study requirements; detailed environmental studies for each area of the site including the soil, ground water and air quality aspects; zoning by-law amendments and site specific building agreements; retention of environmental consultants to ensure building plans comply with environmental provisions; and an on-site environmental inspector with authority over site restoration, clean-up and construction.

2. Application For Approval To Expropriate Necessary Lands Other Than Railway Lands

Financial viability and control of this project requires that the lands that are needed for this project be acquired expeditiously with a Land Compensation Valuation Date established as soon as possible. This will enable reasonable estimates to be made of the land compensation which will have to be made for this project such that in the long term financial planning of this project, a decision can be made with respect to how the project should be developed and phased, etc. in order to recover the monies that will be necessary to cover the land acquisition, environmental remediation, servicing, etc.

The only method available to a Municipality in such a situation is expropriation. Thus it is the recommendation of City staff that the City apply for approval to expropriate those lands necessary to carry out the project other than the Railway Lands which because of Federal vs. Provincial jurisdiction, the City may not be able to successfully expropriate.

The lands that need to be acquired are shown in the Preliminary Concept Plan and are more particularly described in Appendix B to this Report. Provincial staff from the Ministry of Government Services have done the bulk of the work that was required to search the title and describe the properties. Surveyors are presently in the field completing the necessary survey plans for the expropriation should same be approved.

An application for approval to expropriate land can be made without an Exemption Order under the Environmental Assessment Act although the actual expropriation itself cannot be.

3. Application For Waiver of Hearing of Necessity Procedure

The Expropriations Act provides that once an application for approval to expropriate has been made, the same is to be served on the owners of the lands proposed for expropriation and these owners would normally be entitled to request a "Hearing Of Necessity Procedure" under the Expropriations Act. This hearing is carried out by an Inquiry Officer who presents a report to the approving authority (which in this case would be City Council) and City Council is free to accept or reject the recommendations of the Inquiry Officer.

The Expropriations Act, however, provides that the Lieutenant-Governor-in-Council can in special circumstances, waive the Hearing of Necessity Procedure if the Lieutenant-Governor-in-Council believes it in the public interest to do so.

City staff together with those Provincial staff who have worked on this proposed project to date believe that this project is one that provides those special circumstances wherein the Lieutenant-Governor-In-Council should waive the Hearing of Necessity Procedure. There is an acknowledged "housing crisis" in the City of Toronto and this proposed project, if it proceeds will make a significant contribution to reducing the great shortage of affordable housing in the City of Toronto. It is thus in the public interest to bring these much needed housing units onto the market without undue delay and in a way which is financilly viable.

As mentioned previously, financial viability requires the expeditious acquisition of the lands as soon as possible.

Thus, this application is an application to the Lieutenant-Governor-in-Council to waive the Hearing of Necessity Procedure requirements under the Expropriations Act.

An application to the Lieutenant Governor-in-Council for the waiving of the hearing of necessity requirement under the Expropriations Act can be made prior to an Exemption Order under the Environmental Assessment Act, but the actual waiver by the Lieutenant Governor-in-Council cannot be given until an exemption has been given under the Environmental Assessment Act for the project.

4. Application Under the Housing Development Act

As the Commissioners have indicated in their report this proposed project, if approved, would proceed under the Housing Development Act. The vehicle that would guide the development would be an Agreement under the Housing Development Act and in order for that Agreement to be executed and implemented an Order-in-Council will be required from the Lieutenant-Governor-in-Council authorizing the City to undertake the Project as a "Building Development Corporation" under the Housing Development Act and authorizing the necessary loan guarantees to the City to enable the City to finance the proposed building development under that Act. In addition, the Housing Development Agreement would provide for the housing mix framework, the non-profit housing allocations and the financial basis upon which this project would proceed. That has all been adequately described in the Report of the Commissioners.

What remains is for an application by the Municipality to the Lieutenant-Governor-in-Council by way of the Ministry of Housing for the necessary Order-in-Council under the Housing Development Act.

This application to the Lieutenant-Governor-in-Council by way of the Minister of Housing can be made by the City prior to an Exemption Order under the Environmental Assessment Act. However the necessary Order-in-Council under the Housing Development Act cannot be made until the Exemption Order has been made under the Environmental Assessment Act.

5. Ontario Municipal Board Approval - Housing Development Act Agreement

The proposed project is designed to "break even" but the provisions are such that where there is a deficit in the project, the City could be called upon to provide up to $20 million with that contribution being related to the amounts necessary for the upgrading of existing City infra-structure (roads, sewer, water) in the area. Since the Housing Development Agreement therefore contemplates that the proposed project will be financed by the City and that, subject to the terms of the agreement respecting the application of recoveries and the Provincial obligation to pay to the City any shortfall in excess of $20,000,000.00 the City will have the obligation to ensure such financing is repaid, Ontario Municipal Board approval is required for the entering into of that Agreement.

I am advised by the Commissioner of Finance that the $20,000,000.00, if it is ever required, will come out of the Capital Funds Assets Sold Account.

Thus the fifth application required is an application to the Ontario Municipal Board for approval on a financial basis of the proposed Agreement under the Housing Development Act before same is finally executed by the City.

As with the other applications mentioned in this report, an appliciation for O.M.B. approval can be made for approval of the Housing Development Agreement should same be authorized by the Province under the Housing Development Act before an Exemption Order is made under the Environmental Assessment Act but of course the Ontario Municipal Board cannot give actual approval until the Exemption Order under the Environmental Assessment Act has been made and the necessary Order-in-Council under the Housing Development Act has been passed.

6. Railway Lands Acquisition

Both CN and CP/Marathon own lands within the proposed project area that are necessary for the implementation of the proposed project. The City may not have the power to expropriate these lands if the Railway Companies claim that these lands would still be required for railway purposes.

Indeed this claim has been put forward in initial discussions with the Railways.

Therefore the most prudent approach to the acquisition of the Railway Lands is for an application to be made to the Railways for voluntary sale of those Lands to the City for the proposed project.

The sixth application will therefore be an application by the Commissioner of City Property to the Railway Companies to acquire the lands owned by the Railway Companies in this area for the proposed St. Lawrence Square Project. Any agreements that he would negotiate would of course be subject to City Council approval and the City itself could not enter into those agreements until the Environmental Assessment Exemption mentioned above has been received together with the necessary Order-in-Council under the Housing Development Act, Ontario Municipal Board approval and the execution of the Housing Development Agreement.

Summary

In order to proceed with St. Lawrence Square, six applications must be made. Applications must be made to the appropriate Provincial authorities for an Exemption Order of the Environmental Assessment Act, for the waiver of Hearing of Necessity Procedure under the Expropriations Act and for approval of this project as a building development together with loan guarantees under the Housing Development Act. The applications authorized by City Council this evening would be considered by the Cabinet on Wednesday morning July 13th. If those applications are approved by the Cabinet on Wednesday morning, July 13th, then the Ontario Municipal Board can approve the application which would be made first thing Wednesday morning to the Ontario Municipal Board for approval of the Housing Development Agreement.

The fifth application would be an application by the Corporation of the City of Toronto as expropriating authority to City Council as approving authority under the Expropriations Act for the expropriation of all lands in the project area other than the Railway Lands. That application could be approved tormorrow after the Cabinet meets if the Cabinet has given the exemption under the Environmental Assessment Act, the waiver of the Hearing of Necessity Procedure under the Expropriations Act and approval under the Housing Development Act. AND the Ontario Municipal Board has approved the City's application for approval of the Housing Development Agreement.

A separate report will be forthcoming to City Council at its Special Meeting tomorrow indicating the future action required if the necessary applications including the application to the Railway Companies by the Commissioner of City Property are successful on Wednesday morning.

Recommendations:

1. That an application be made on behalf of the City of Toronto by the City Solicitor to the Minister of the Environment for an Exemption Order to be given in accordance with section 29 of the Environmental Assessment Act to exempt the Building Development Undertaking, commonly referred to as "St. Lawrence Square" from the application of the Environmental Assessment Act or the Regulations or from any matter or matters provided for in the Environmental Assessment Act or the Regulations subject to the terms and conditions as set out in the proposed Exemption Order in Appendix A to this report.

2. That an application be made by the Corporation of the City of Toronto as expropriating authority to the Council of the City of Toronto as approving authority for approval to expropriate the lands set out in Appendix B to this report being the lands required for the implementation of the St. Lawrence Square Project other than those lands owned by the Railway Companies or their affiliates. In that regard the City Solicitor is hereby authorized to prepare and submit the necessary application together with the necessary bills.

3. That the Corporation of the City of Toronto apply to the Lieutenant-Governor-in-Council under subsection 6(3) of the Expropriations Act for a direction that the intended expropriation mentioned in Recommendation 2 above proceed without the Inquiry Procedure provided for in Section 6(2) of the Expropriations Act on the basis of the special circumstances described in the report from the Commissioners and this Report, thus making it necessary or expedient in the public interest to do so.

4. That an application be made on behalf of the City of Toronto by the City Solicitor to the Lieutenant-Governor-in-Council in care of the Minister of Housing under the Housing Development Act for the designation of the Corporation of the City of Toronto as a Building Development Corporation authorized to undertake the Building Development Project known as "St. Lawrence Square" with loan guarantees for the loans necessary to undertake the Building Development Project all pursuant to sections 1 and 2 of the Housing Development Act.

5. That an application be made on behalf of the City of Toronto by the City Solicitor to the Ontario Municipal Board under Section 64 of the Ontario Municipal Board Act for approval by the Ontario Municipal Board for the City to execute a Housing Development Agreement and carry out the proposed Building Development Project known as St. Lawrence Square under the Housing Development Act with an upset potential liability of the City of $20 million.

6. That the Commissioner of City Property be authorized to make application to the Railway Companies including their affiliates such as Marathan Realty Limited for the voluntary acquisition by the City from those companies of the lands owned by those companies which are needed for the proposed Building Development Project known as St. Lawrence Square and to negotiate appropriate agreements with the Railway Companies subject to the required approvals in recommendations 1, 3, 4, and 5 above and subject also to City Council approval.

City Solicitor

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Att.

Appendix A to City Solicitor's
Report dated July 12, 1988

Order No.

Order Made Under the
Environmental Assessment Act

Exemption - The Corporation of the City of Toronto

Having received a request from The Corporation of the City of Toronto, that the undertaking, namely:

> the enterprise or activity of a building development involving mixed land uses with significant emphasis on affordable and non-profit housing in the area of the City of Toronto bounded on the west by the westerly limit of Parliament Street, on the north by the northerly limits of Front Street East, Eastern Avenue and the Eastern Avenue Diversion, the westerly limit of St. Lawrence Street and the northerly limit of King Street East, on the east by the easterly limit of Bayview Avenue, and bounded on the south as follows - starting at Parliament Street, east along the southerly limit of Mill Street, the westerly limit of Cherry Street and the northerly limit of the Toronto Terminals Railway Corridor, but excluding therefrom the Gooderham & Worts properties on the north side of Mill Street between Trinity Street and Cherry Street, and east along the Railway Corridor to the easterly limit of Bayview Avenue, together with lands south of the Railway Corridor known as Gordon Young/Maple Leaf Mills Ltd. being premises 554 Lake Shore Boulevard East, (the 'site'),

be exempt from the application of the Act pursuant to section 29; and

Having been advised that if the undertaking is subject to the application of the Act, the following injury, damage or interference with the persons and property indicated will occur:

A. The people of Toronto will be interfered with as a result of a delay in bringing onto the market much needed non-profit and affordable housing units during a time when waiting lists for public, non-profit and co-operative housing are large and growing rapidly.

B. Several locations within and off-the-site of the proposed undertaking will not promptly benefit from the removal of industrial emission sources and contaminated soils if the undertaking does not proceed.

Having weighed such injury damage or interference against the betterment of the people of the whole or any part of Ontario by the protection, conservation and wise management in Ontario of the environment which would result from the undertaking being subject to the application of the Act;

The undersigned is of the opinion that it is in the public interest to order and orders that the undertaking is exempt from the application of the Act for the following reasons:

A. The public will benefit by the exemption in that the undertaking will increase the housing supply in the City particularly through the provision of affordable housing, non-profit housing and housing for persons with special needs, at a time when the supply of all types of housing in the City and particularly within the core area of the City, is in great shortage, and waiting lists for public, non-profit and co-operative housing are growing rapidly.

B. The site provides a substantial amount of land that can be well integrated with the existing physical and social infrastructure of the city core. It is capable of being developed within a reasonable period of time.

C. Some locations within the site have undesirable environmental qualities because of soil contamination caused by previous and existing industrial land uses which will be remedied or controlled if the undertaking goes ahead.

D. The conditions of this order will ensure that there is a thorough environmental planning and approval process, involving opportunities for public participation at various stages.

E. The net effects on the environment of the undertaking, after the disruption of construction, should be minimal and be positive in nature, particularly considering the existing industrial-type uses in the area.

F. Environmental effects respecting the undertaking will be addressed in detail as set out in the conditions of this order.

G. A great proportion of the components of the undertaking are not subject to the requirements of the EA Act including the municipal non-profit housing component and ancillary commercial and other uses within the housing project.

This exemption is subject to the following terms and conditions:

1. This order only exempts the acquisition, development and use of the site for the proposed mixed residential, commercial, institutional, community parks, and industrial land uses.

2. (1) An environmental overview study:

a) shall be undertaken by the proponent and submitted to the Minister of the Environment for approval following an opportunity for public notice, review and comment, before the Official Plan Amendment(s) for the undertaking is submitted to the Minister of Municipal Affairs for approval under the Planning Act,

b) shall identify key environmental concerns on and off the site, including:

i) any effects on health;

ii) soil quality;

iii) air quality, including odours and dust;

iv) noise and vibration;

v) water quality, including ground and storm water; and

vi) the presence or absence of waste associated with the former coal gasification plant, and

c) shall contain:

i) an overview of existing soil and ground water quality conditions and proposed soil and ground water management for the entire site;

ii) a risk analysis of injury or damage from flooding or accidents upon road and rail corridors in the area of the site;

iii) a description of the detailed environmental studies on impacts and mitigation measures and strategies that will be carried out for each part of the site prior to zoning by-law amendments or development agreements or agreements of purchase and sale being entered into by the City for the development or disposition of that part of the site;

iv) a description of the environmental planning and approvals process under the Planning Act and other statutory authorities including the sequence of development from the Official Plan Amendment to zoning by-law amendments for each area of the site;

v) a description of the agreements that will be entered into by the City for each part of the site; and

vi) a summary of any submissions made or concerns raised by the public and the responses thereto.

2. (2) In these conditions "remedial work" means anything of an environmental nature required to be done by these conditions or the programs and strategies developed under them for the purpose of removing environmental risks from the site or rendering them unlikely to cause adverse effects.

3. The City shall develop detailed soil and ground water quality management programs for each area of the site which will be submitted to the Director of the Central Region, Ministry of the Environment for approval, prior to approval of zoning by-law amendments. The program shall examine if, how and where contaminated soil should be removed.

4. (1) On the basis of key concerns raised in the environmental overview study, including the soil and ground water quality aspects, the City shall undertake the detailed studies referenced in subsubsub-condition number 2(1)(c)(iii) on specific environmental problems to identify the extent of the problems and suggest remedial strategies. The studies shall identify which remedial measures can be carried out prior to commencement of construction and which can only be carried out or completed after construction has commenced on the parts of the site to which the remedial measures relate. The studies shall be submitted to the Director of the Central Region, Ministry of the Environment for approval, prior to approval of zoning by-law amendments.

(2) The remedial measures described in any study submitted under subcondition 4(1) as being able to be carried out prior to commencement of construction shall be so carried out.

5. The Official Plan Amendment for the undertaking shall provide that:

a) the environmental planning and approvals process under the Planning Act and other statutes, specified in the approved environmental overview study be followed,

b) the site be the subject of a holding symbol under section 35 of the Planning Act and that the symbol be removed with respect to any part of the site only when a consulting engineer has:

i) certified that remedial work required under any of these conditions to be carried out prior to commencement of construction on that part of the site has been properly completed;

ii) prepared a report setting out how the remedial work has been carried out and what if any other remedial work remains to be done and that the property is safe for the intended land use; and

iii) delivered a copy of the certificate and report to the Director of Central Region, Ministry of the Environment and the City Clerk,

c) whenever the City owns any residential premises on the site, or has control over them by agreement or otherwise for the purpose of this condition, it shall ensure that the premises are not leased to any person unless the prospective tenant has been advised of the nature of any ongoing environmental concerns relating to the premises and identified under these conditions, such as potential noise, vibration, dust or odour impacts on the premises,

d) environmental mitigation measures developed under conditions 2, 3 and 4 and any programs and strategies and other remedial works developed under them and the balance of the subconditions be carried out and complied with,

e) where the City sells any part of the site, other than by means of a plan of subdivision, rather than developing it and continuing to own it, the City, as vendor, will impose a building scheme in a registered agreement satisfactory to the Director, Central Region, of the Ministry of the Environment, so that it will run with the land and bind subsequent purchasers, requiring the environmental mitigation measures developed under conditions 2, 3 and 4 and any programs and strategies and other remedial works developed under them and the balance of the subconditions be carried out and complied with,

f) where any part of the site is to be developed as a condominium or by means of a plan of subdivision then in lieu of establishing the building scheme referred to in subcondition (e) there shall be an agreement under section 50 of the Planning Act, 1983 registered on title imposing similar conditions,

g) an environmental consultant be retained by the City to certify that all site plans and building plans comply with environmental requirements and incorporate all necessary environmental safeguards including provisions for noise, vibration, soil quality, ground water quality, storm water, air quality, odour and dust,

h) an on-site environmental inspector be retained by the City of Toronto to provide on-site environmental inspection and supervision of grading and construction activities to ensure that best available environmental practices are followed, including those for soil, air, noise and water management and, to ensure an acceptable clean-up of each area for the intended land use, who shall make a monthly status and compliance report to the Director, Central Region, of the Ministry of the Environment, and the City of Toronto, and

i) all contract documents regarding site grading and restoration, clean-up and construction work shall provide the on-site environmental inspector and environmental consultant(s) with authority over on-site construction activities to ensure compliance with any environmental conditions in, or developed under, these conditions that relate to the contract.

6. In carrying out the above conditions, the City shall ensure that full public participation in the planning process is encouraged and provided for and that the studies referred to in condition number 4 are reviewed at a meeting at which the public may make representations to City Council or one of its committees prior to being submitted to the Minister of the Environment for approval.

7. The proponent shall at least annually report in writing to the Director of the Environmental Assessment Branch of the Ministry of the Environment for filing with the public records kept under section 31 of the Environmental Assessment Act. The reports shall set out the progress with the implementation of the undertaking and compliance with conditions contained in this document and with the environmental aspects of agreements entered into pursuant to these conditions.

8. Any agreement which is entered into under the Housing Development Act or the Planning Act, 1983, and any building scheme agreement and agreement of purchase and sale entered into by the City for the development and/or disposition of any part of the site shall require compliance with these conditions and the programs and strategies developed under them, in so far as they relate to the lands dealt with by the agreements.

9. Where any activity which otherwise would be exempt under this order, is being carried out as or is part of, an undertaking for which an environmental assessment has been accepted and approval to proceed received, the activity shall be carried out in accordance with any terms or conditions in the approval to proceed as well as the conditions of this order.

10. Where any activity which is the subject of this order, is being carried out as or is part of, another undertaking which is the subject of an exemption order under the Act, the activity exempt under this order shall be carried out in accordance with any terms or conditions in the other exemption order as well as the conditions in this order.

11. This exemption shall expire on July 1, 1990, unless the proponent has filed a report with the Director under condition 7 indicating that the undertaking has commenced.

Appendix B to City Solicitor's
Report dated July 12, 1988

FEE IN PRIVATELY HELD LANDS

SCHEDULE A

FIRSTLY: Parts of Lots 30, 31 and 32 South side of King Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT449416 and illustrated as Part 1 on Sketch 1 attached hereto.

SECONDLY: Parts of Lots 3, 4, 5, 6 and 7 East side St. Lawrence Street, Lots 34, 35, 36, 37 and 38 and Part of Lot 39 South side of King Street East, Plan 108 and Part of Block H, Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in Instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Numbers 3821ES, 62467 remainder, 60861ES, 21742R remainder and Patent dated April 26, 1819 (see Vic 10 and 11 Chapter 57), and illustrated as Part 2 on Sketch 1 attached hereto;

SAVING and EXCEPTING an Easement in Favour of Ontario Hydro as set out in an instrument registered in the said Land Registry Office as Number CT466801.

THIRDLY: Lot 33 and Parts of Lots 30, 31, 32 and 39 South side of King Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in Instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Numbers 43365ES, 172975GR, 19201ES, CT4044 and CT41722 and illustrated as Parts 3 and 4 on Sketch 1 attached hereto;

FOURTHLY: Part of Lot 39 South side of King Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT886097 and illustrated as Part 5 on Sketch 1 attached hereto;

SAVING and EXCEPTING an Easement in Favour of Ontario Hydro as set out in an instrument registered in the said Land Registry Office as Number CT174850.

SCHEDULE A

FIFTHLY: Parts of Lots 9 and 10, East side St. Lawrence Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described as a parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66, as Parcel 9-6, Section A-108 and illustrated as Part 6 on Sketch 1 attached hereto;

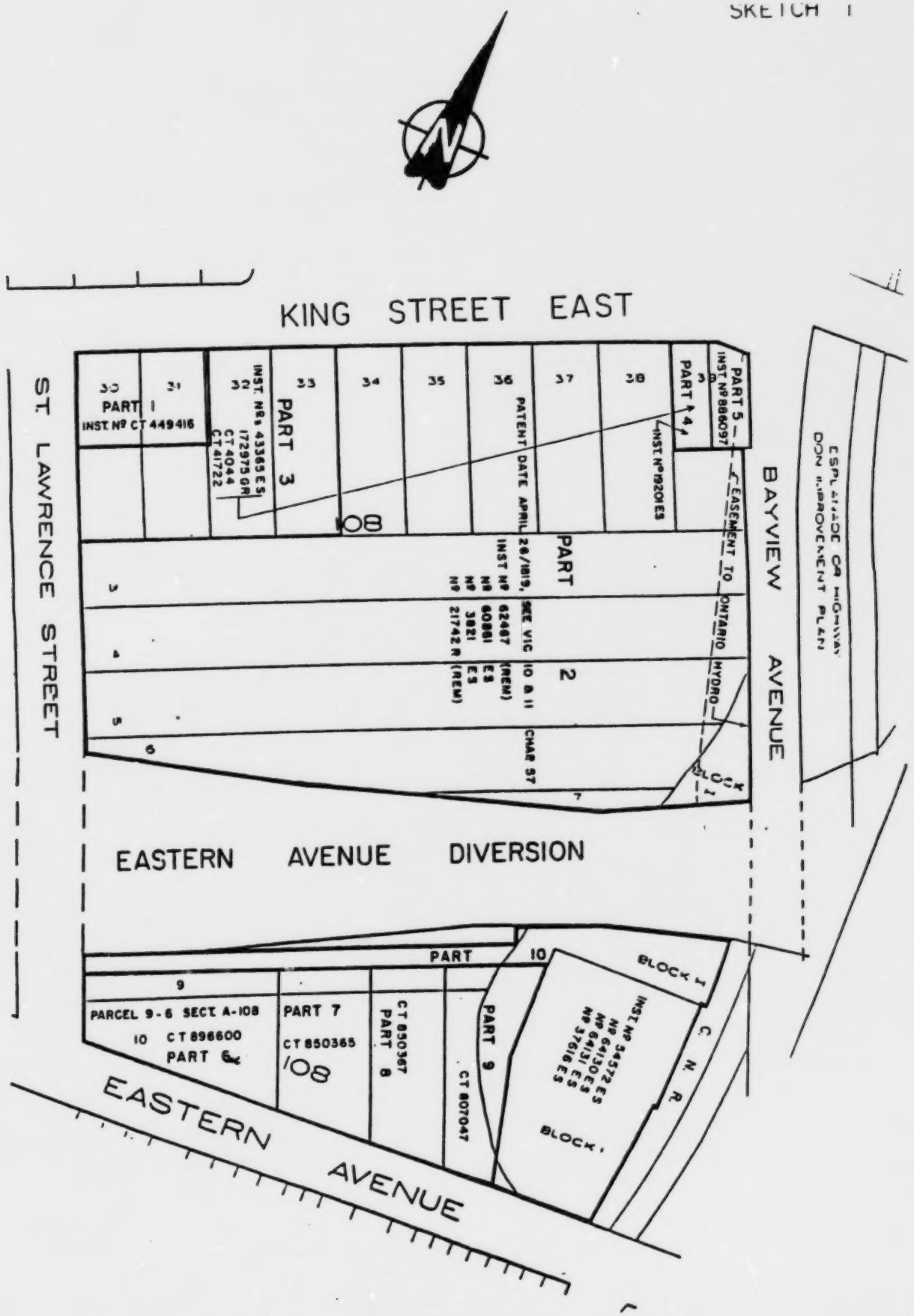
SIXTHLY: Parts of Lots 9 and 10 East side St. Lawrence Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT850365 and illustrated as Part 7 on Sketch 1 attached hereto;

SEVENTHLY: Parts of Lots 9 and 10 East side St. Lawrence Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT850367 and illustrated as Part 8 on Sketch 1 attached hereto;

EIGHTHLY: Parts of Lots 9 and 10 East side St. Lawrence Street, Plan 108, and Part of Block H, Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT807047 and illustrated as Part 9 on Sketch 1 attached hereto;

NINETHLY: Parts of Lots 9 and 10, East side St. Lawrence Street, Plan 108 and Parts of Blocks H and I Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in Instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 37616ES remainder, 64130ES, 54572ES, and 64131ES and illustrated as Part 10 on Sketch 1 attached hereto.

SKETCH 1


KING STREET EAST
ST. LAWRENCE STREET
BAYVIEW AVENUE
EASTERN AVENUE DIVERSION
EASTERN AVENUE
PART 1
INST. Nº CT 449416
PART 3
PART 2
PART 4
PART 5
INST Nº 886097
INST Nº 192015 ES
PATENT DATE APRIL 26/1819
EASEMENT TO ONTARIO HYDRO
INST Nº 62487 (REM)
Nº 60861 ES
Nº 3821 ES
Nº 21742 R (REM)
SEE VIC 10 & 11
CHAR 57
ESPLANADE ON HIGHWAY DON IMPROVEMENT PLAN
BLOCK 1
PART 10
PART 9
PART 7
PART 8
PARCEL 9-6 SECT A-108
10 CT 896600
PART 6
CT 850365
CT 850367
PART 8
CT 807047
INST Nº 54572 ES
Nº 64130 ES
Nº 37616 ES
BLOCK 1
C N R
108

SCHEDULE B

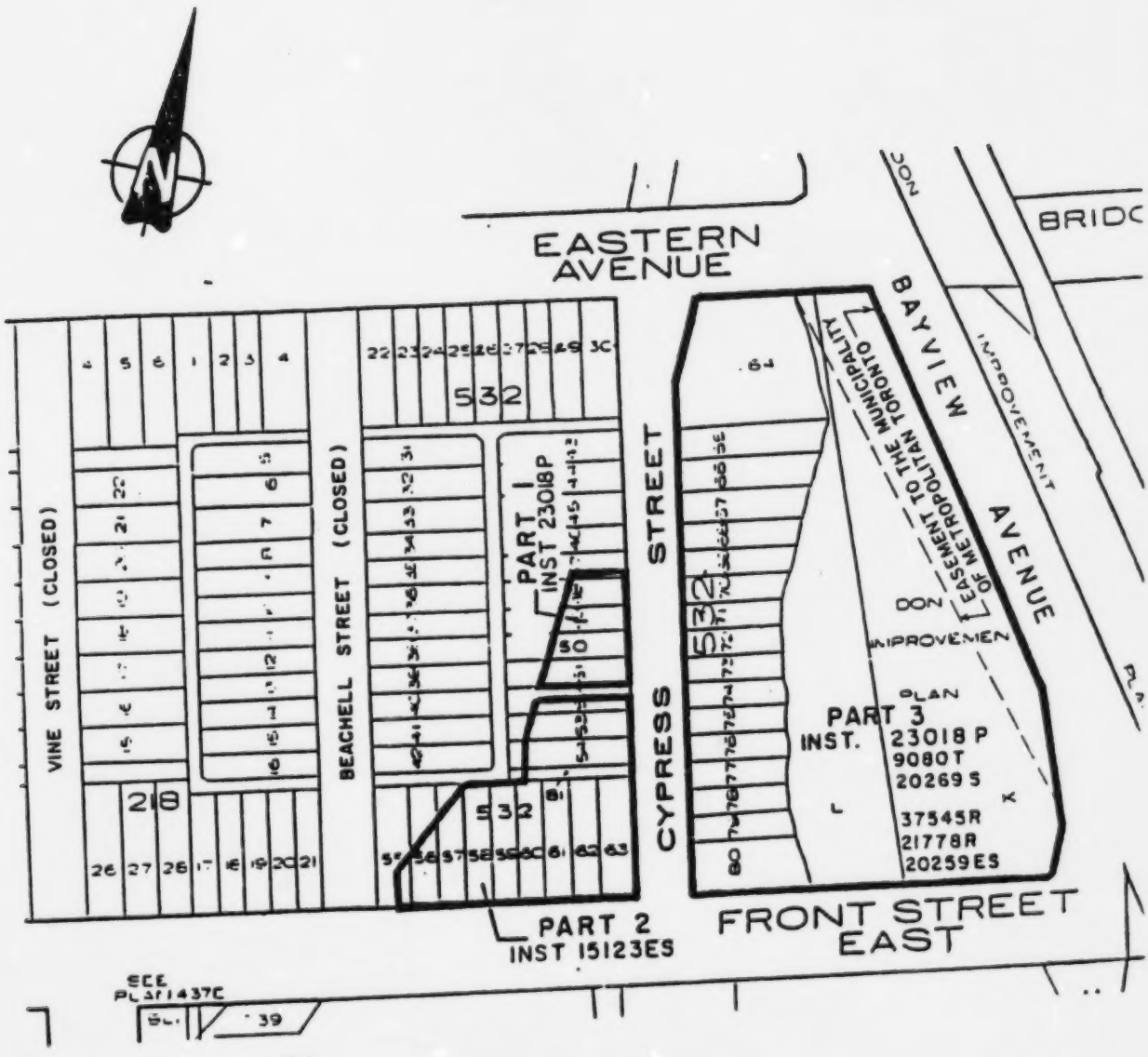
FIRSTLY: Parts of Lots 47, 48, 49, 50 and 51, Plan 532, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 23018P and illustrated as Part 1, on sketch 2 attached hereto.

SECONDLY: Parts of Lots 52, 53, 54, 55, 56, 57 and 81 and all of Lots 58, 59, 60, 61, 62 and 63, Plan 532, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 15123ES and illustrated as Part 2 on sketch 2 attached hereto.

THIRDLY: Part of Lot 64 and all of Lots 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79 and 80, Plan 532 and Block L and Part of Block K, Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 23018P, 9080T, 20269S, 37545R, 21778R and 20259ES and illustrated as Part 3 on sketch 2 attached hereto.

SAVING and EXCEPTING an easement in favour of the Municipality of Metropolitan Toronto as set out in an instrument registered in the said Land Registry Office as Number CT72312.

SKETCH 2

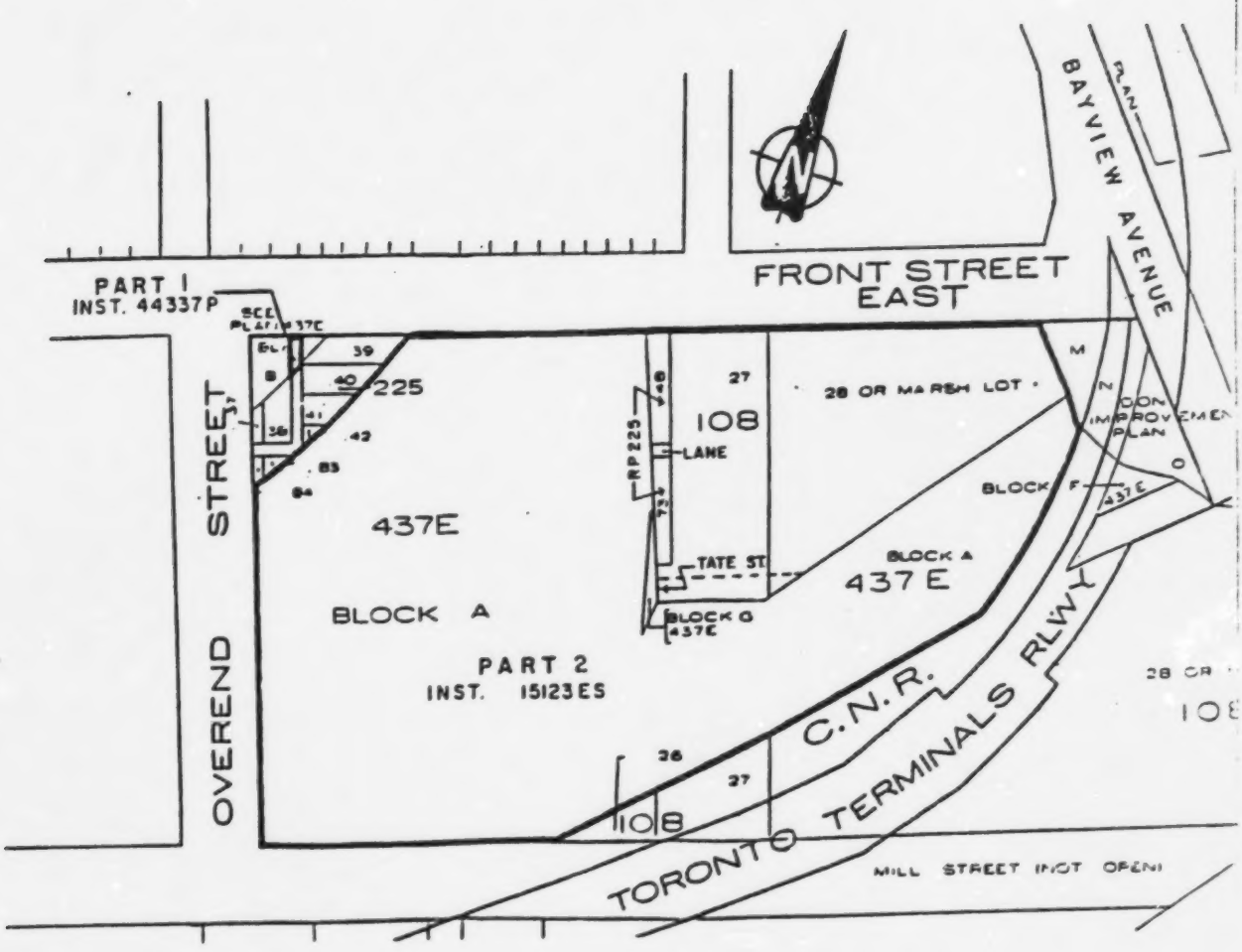

EASTERN AVENUE
BAYVIEW AVENUE
BRIDG
VINE STREET (CLOSED)
BEACHELL STREET (CLOSED)
CYPRESS STREET
532
218
PART 1
INST 23018P
PART 2
INST 15123ES
PART 3
INST. 23018 P
9080T
20269 S
37545R
21778R
20259ES
EASEMENT TO THE MUNICIPALITY OF METROPOLITAN TORONTO
IMPROVEMENT
FRONT STREET EAST
SEE PL 371437C
39

SCHEDULE C

FIRSTLY: Part of Block B, Plan 437E, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 44337P and illustrated as Part 1 on sketch 3 attached hereto;

SECONDLY: Blocks A and G, Plan 437E and Parts of Lots 27 and 28 or Marsh Lot South of Front Street East, Plan 108, Parts of Lots 27 and 28 or Marsh Lot North of Mill Street, Plan 108, Parts of Lots 48 and 73, Part of Tate Street and Part of the lane between Lots 48 and 73, Plan 225, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 15123ES and illustrated as Part 2 on sketch 3 attached hereto.

SKETCH 3


PART 1
INST. 44337P
FRONT STREET
EAST
BAYVIEW AVENUE
OVEREND STREET
225
437E
BLOCK A
PART 2
INST. 15123ES
108
LANE
TATE ST.
BLOCK A
437 E
BLOCK G
437E
28 OR MARSH LOT
BLOCK F
437E
C.N.R.
TORONTO TERMINALS RLWY
MILL STREET (NOT OPEN)
28
27
108

SCHEDULE D

FIRSTLY: Parts of Lots 16, 17, 18, 19 and 20 North Side of Eastern Avenue, Plan 108, Part of Lot 3, Plan 34E and Parts of Lots 7 and 8, Plan M-653, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT954836 and described in Parcels registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66 as Parcel 3-4, Section A-34-E and Parcel 7-1, Section M-653 and illustrated as Parts 1, 2, 4 and 6 on Sketch 4 attached hereto.

SECONDLY: Parts of Lots 18 and 19 North Side of Eastern Avenue, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT644971 and CT644972 and described in a Parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66 as Parcel 3-5, Section A-34-E and illustrated as Part 3 on Sketch 4 attached hereto.

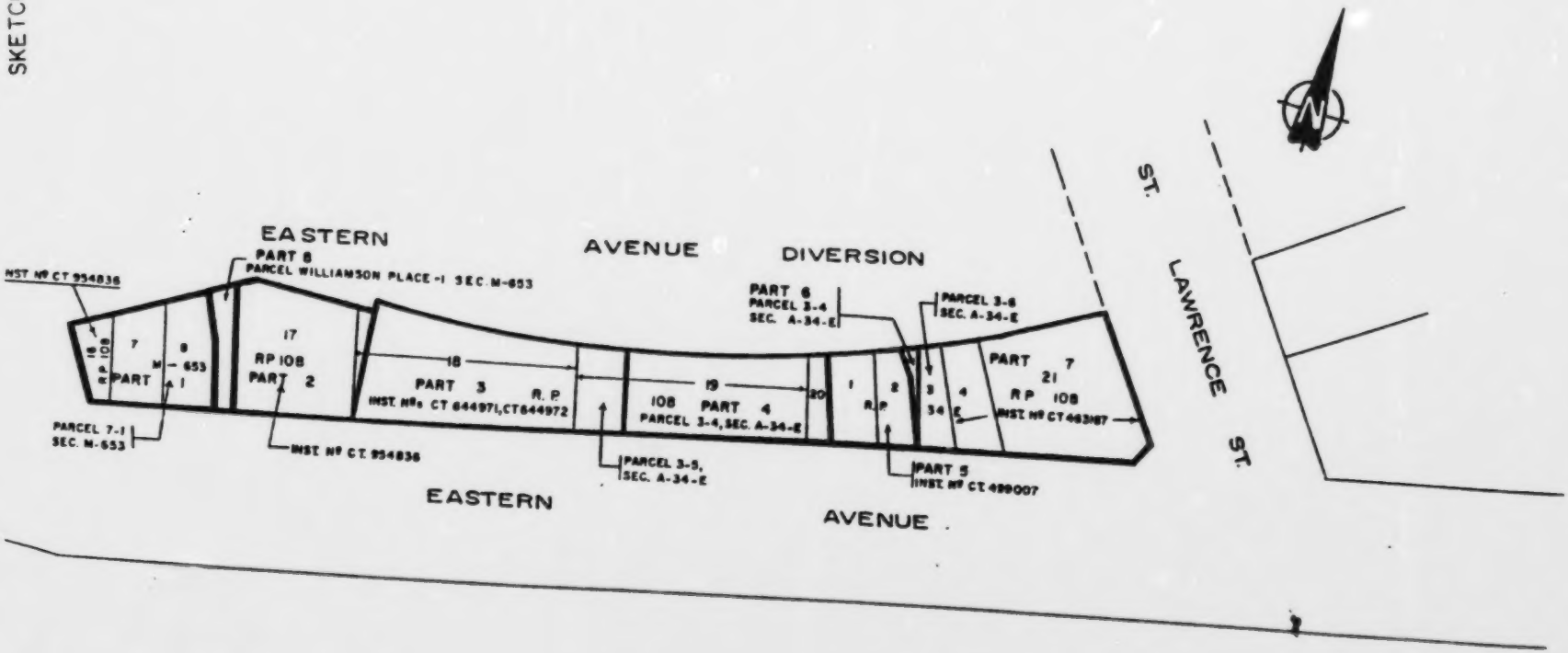
THIRDLY: Parts of Lots 1 and 2, Plan 34E, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT499007 and illustrated as Part 5 on sketch 4 attached hereto.

FOURTHLY: Part of Lot 21 North Side of Eastern Avenue, Plan 108, Part of Lot 4 on Plan 34E and Part of Lot 3, Plan 34E, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT463167 and described in a Parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66 as Parcel 3-6, Section A-34-E and illustrated as Part 7 on Sketch 4 attached hereto.

SCHEDULE D

FIFTHLY: Part of Williamson Place, Plan M-653, City of Toronto, Municipality of Metropolitan Toronto, described in a parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto Number 66 as Parcel Williamson Place-1 Section M-653 and illustrated as Part 8 on Sketch 4 attached hereto.

SKETCH 4


EASTERN AVENUE DIVERSION
PART 8
PARCEL WILLIAMSON PLACE-1 SEC. M-653
INST. Nº CT 954836
PART 6
PARCEL 3-4
SEC. A-34-E
PARCEL 3-6
SEC. A-34-E
ST. LAWRENCE ST.
PART 1
7
8
M-653
17
RP 108
PART 2
18
PART 3
R.P.
INST. Nºs CT 644971, CT 644972
19
108 PART 4
PARCEL 3-4, SEC. A-34-E
20
1
2
R.P.
3
4
34 E
PART 7
21
RP 108
INST. Nº CT 483187
PARCEL 7-1
SEC. M-653
INST. Nº CT 954836
PARCEL 3-5,
SEC. A-34-E
PART 5
INST. Nº CT 489007
EASTERN AVENUE

SCHEDULE E

FIRSTLY: Part of Market Place, Parts of Lots 1, 2, 3 and 4 South Side of Market Street, Parts of Lots 17 and 18 South Side of Eastern Avenue and Part of Worts Avenue as closed by By-law 7897 registered as Instrument Number 44584S, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT818616 and illustrated as Part 1 on sketch 5 attached hereto.

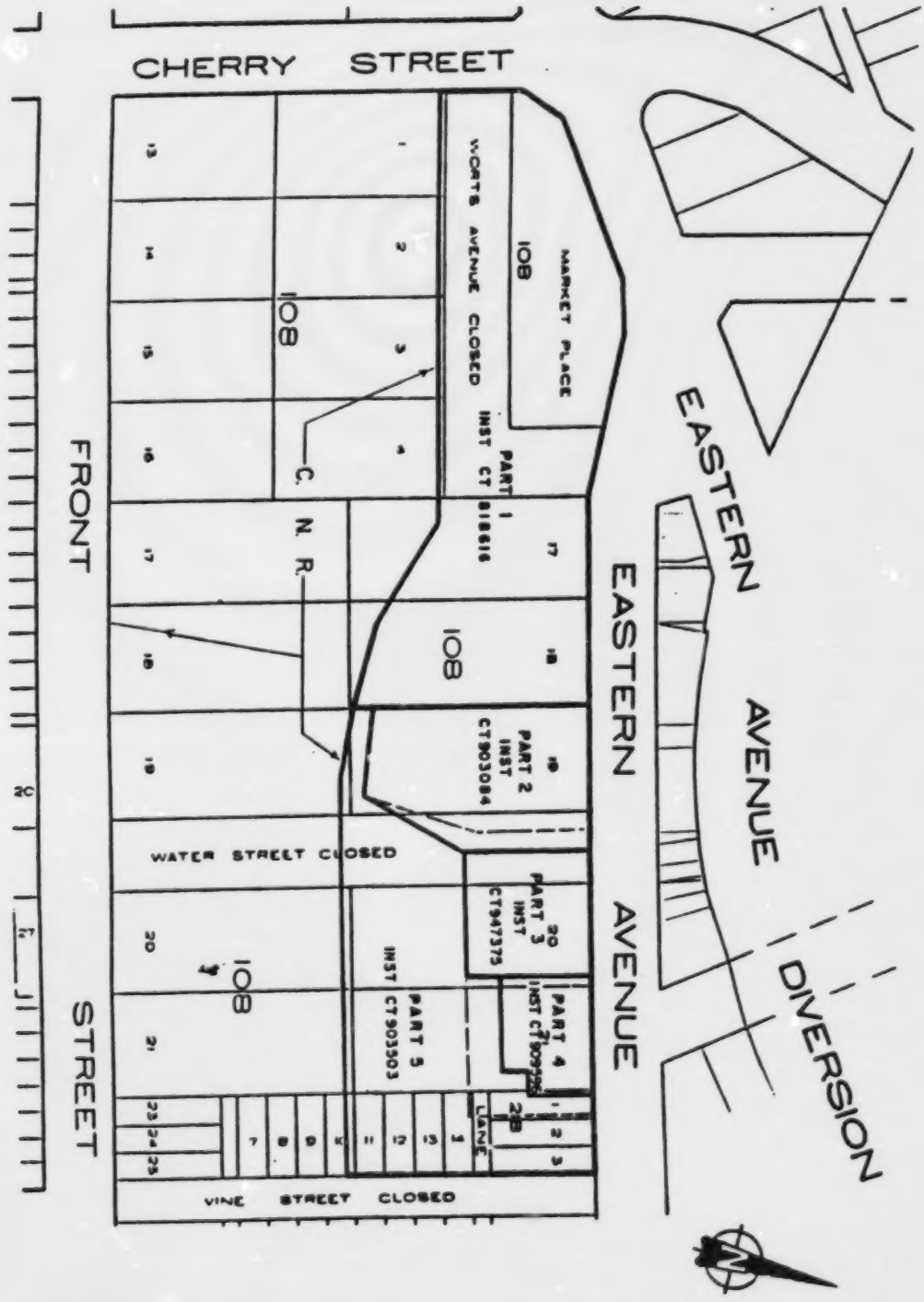
SECONDLY: Part of Lot 19 South Side of Eastern Avenue, Plan 108, and Part of Water Street Plan 108 closed by By-law 4835 registered as Instrument Number 26781P, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT903084 and illustrated as Part 2 on sketch 5 attached hereto.

THIRDLY: Part of Lot 20 South Side of Eastern Avenue, Plan 108, and Part of Water Street Plan 108 closed by By-law 4835 registered as Instrument Number 26781P, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT947375 and illustrated as Part 3 on sketch 5 attached hereto.

FOURTHLY: Parts of Lots 20 and 21 South Side of Eastern Avenue, Plan 108, and Part of Lot 1, Plan 218, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT909596 and illustrated as Part 4 on sketch 5 attached hereto.

FIFTHLY: Parts of Lots 19, 20 and 21 South Side of Eastern Avenue, Plan 108, and Parts of Lots 19, 20 and 21 North Side of Front Street East Plan 108 and Part of Water Street Plan 108 closed by By-law 4835 registered as Instrument Number 26781P, and Parts of Lots 1 and 10, all of Lots 2, 3, 11, 12, 13 and 14 and the Lane in the rear of Lots 1, 2 and 3, Plan 218, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT903503 and illustrated as Part 5 on sketch 5 attached hereto.

SKETCH 5


CHERRY STREET
FRONT STREET
EASTERN AVENUE
EASTERN AVENUE
DIVERSION
MARKET PLACE
WORTS AVENUE CLOSED
INST CT 818616
PART 1
PART 2 INST CT903084
PART 3 INST CT947373
PART 4 INST CT909225
PART 5 INST CT903303
WATER STREET CLOSED
VINE STREET CLOSED
LANE
C.N.R.
108
20
N

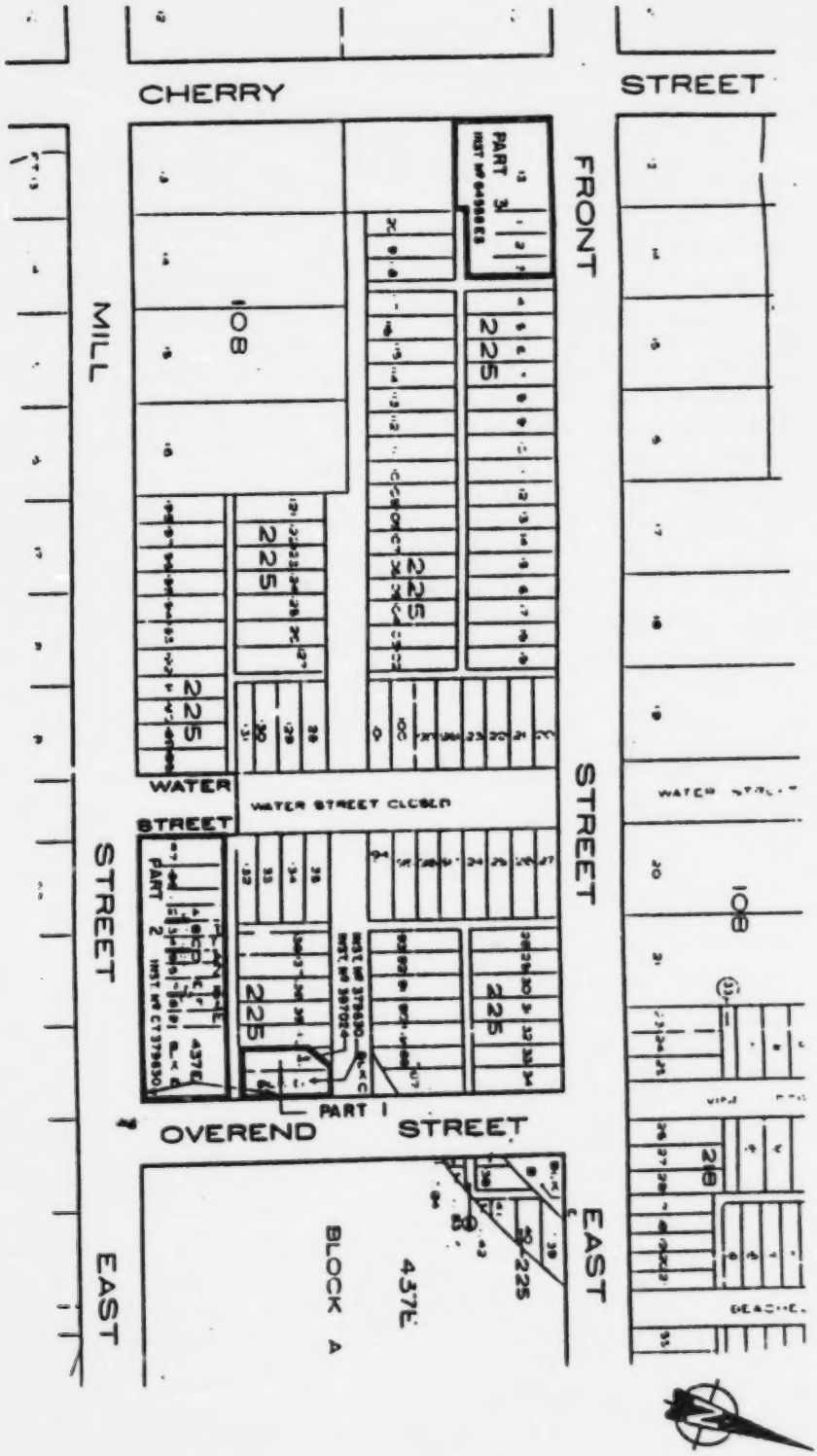
SCHEDULE F

FIRSTLY: Lots 1, 2, 3, 4, 5, 6, 7, 8 and 9, Lots A, B, C, D, E and F, Plan 164E, Lots 186 and 187 and Part of Lot 141, Plan 225 and All of Blocks D and E, Plan 437E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT379630 and CT397024 and illustrated as Parts 1 and 2 on sketch 6 attached hereto.

Saving and Excepting any mines, ores, metals, coal, slate, mineral oils, gas or other materials in or under that portion of Lot 141, Plan 225 as set out in the said instrument number CT397024;

SECONDLY: Lots 1, 2 and 3, Plan 225, and Part of Lot 13, South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 64558ES and illustrated as Part 3 on sketch 6 attached hereto.

SKETCH 6


CHERRY
STREET
FRONT
MILL
STREET
WATER
STREET
WATER STREET CLOSED
STREET
OVEREND
STREET
EAST
BLOCK A
437E
108
225
PART 1
PART 2
PART 3
BEACH

SCHEDULE G

FIRSTLY: Lot 11 and Part of Lot 12, South Side of Eastern Avenue, Plan 108, Parts of Lots 9, 10, 11 and 12 North Side of Front Street East, Plan 108, Lots 1, 2, 3 and 4, Plan 154E and Parts of Lots 5, 6, 7, 10 and 12, Plan 154E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658255 and CT101633 (remainder) and illustrated as Part 1 on sketch 7 attached hereto.

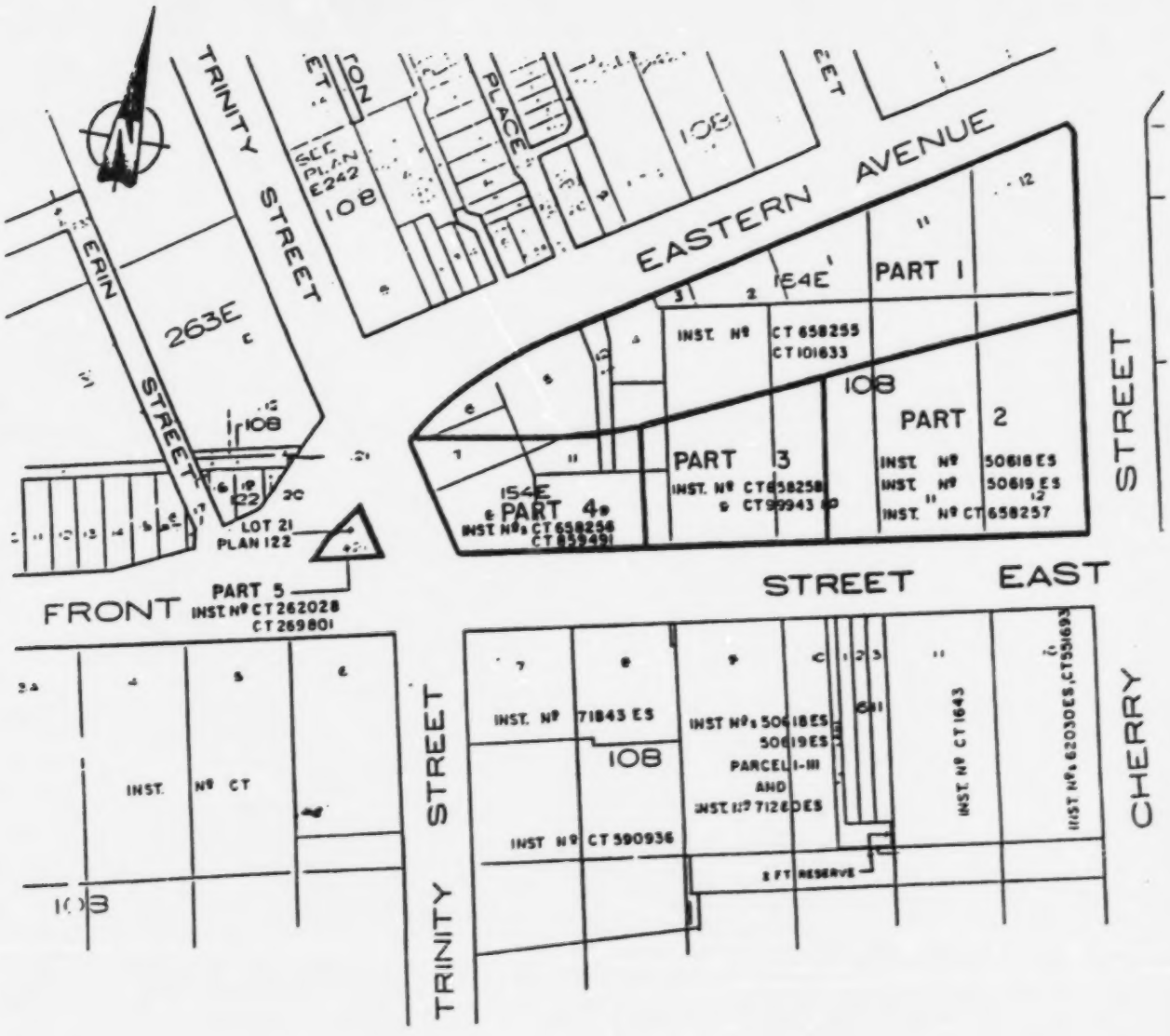
SECONDLY: Parts of Lots 10, 11 and 12 North Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658257, 50618ES (remainder) and 50619ES and illustrated as Part 2 on sketch 7 attached hereto.

THIRDLY: Parts of Lots 9 and 10 North Side of Front Street East, Plan 108, and Parts of Lots 9 and 10, Plan 154E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658258 and CT99943 and illustrated as Part 3 on sketch 7 attached hereto.

FOURTHLY: Lots 8 and 11 and Parts of Lots 5, 6, 7, 9, 10 and 12, Plan 154E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658256 and CT859491 and illustrated as Part 4 on sketch 7 attached hereto.

FIFTHLY: Part of Lot 21, Plan 122, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT262028 and CT269801 (remainder) and illustrated as Part 5 on sketch 7 attached hereto.

SKETCH 7


TRINITY STREET
ERIN STREET
263E
SCP PLAN E242
108
PLACE
EASTERN AVENUE
154E
PART 1
INST. Nº CT 658255 CT 101633
PART 2
INST. Nº 50618 ES
INST. Nº 50619 ES
INST. Nº CT 658257
PART 3
INST. Nº CT 658258 & CT 99943
PART 4
INST. Nº CT 658256 CT 99943
LOT 21 PLAN 122
PART 5
INST. Nº CT 262028 CT 269801
FRONT STREET EAST
CHERRY STREET
TRINITY STREET
INST. Nº 71843 ES
INST. Nº CT 590936
INST. Nº 50618 ES 50619 ES PARCEL I-III AND INST. Nº 71260 ES
INST. Nº CT 1643
INST. Nº 62030 ES, CT 55693
8 FT RESERVE

SCHEDULE H

FIRSTLY: Parts of Lots 7 and 8 South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 71843ES and illustrated as Part 1 on sketch 8 attached hereto.

SECONDLY: Parts of Lots 7 and 8 South Side of Front Street East and Parts of Lots 7, 8 and 9 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT590936 and illustrated as Part 2 on sketch 8 attached hereto.

THIRDLY: Lots 1, 2 and 3, the Private Lane and the two Foot Reserve lying to the South and East of the Private Lane all on Plan 611, Parts of Lots 8, 9 and 10 South side of Front Street East, and Parts of Lots 9, 10, 11 and 12 North side of Mill Street Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 50618ES, 50619ES and 71260ES and illustrated as Part 3 on sketch 8 attached hereto.

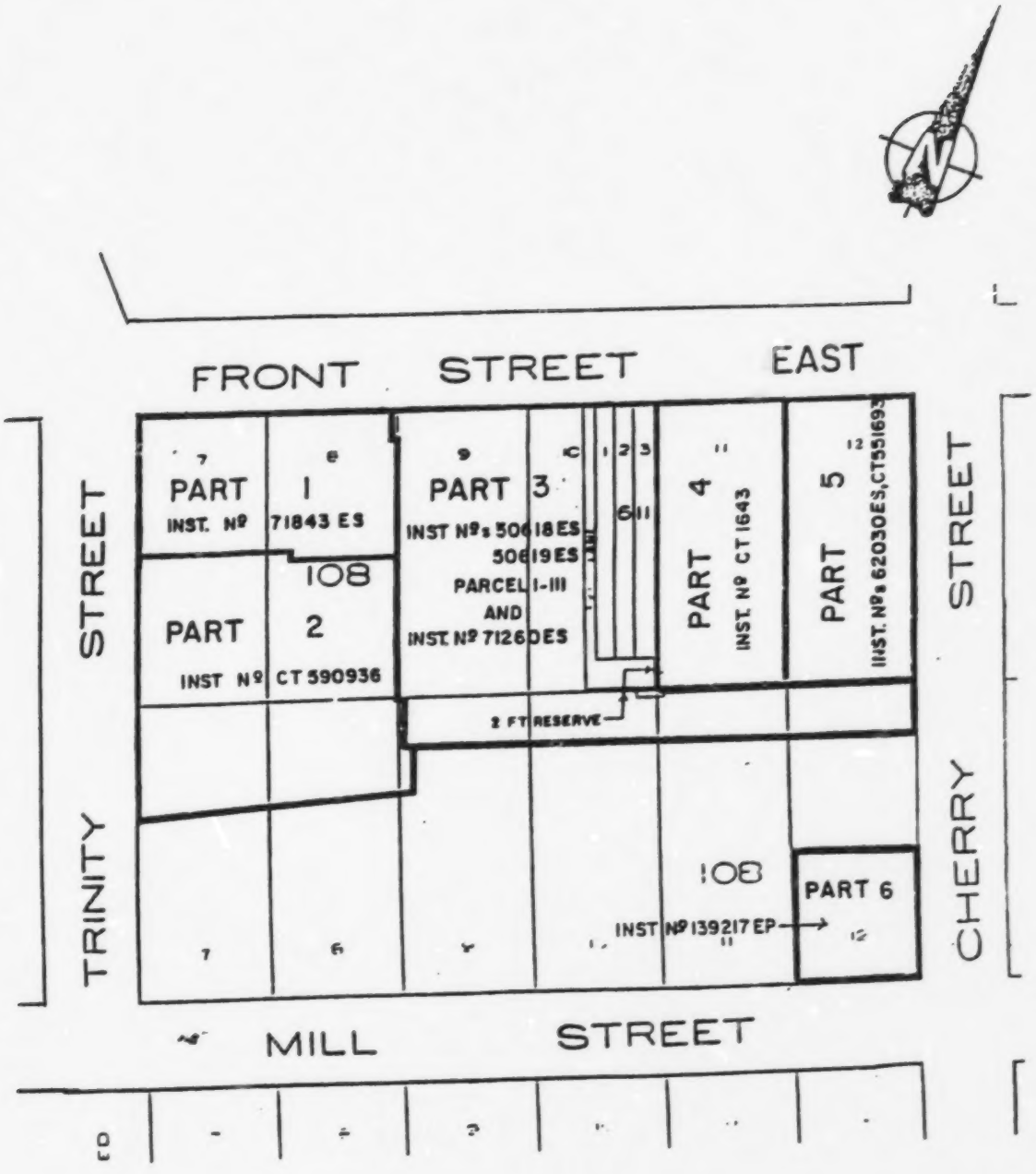
FOURTHLY: Lot 11 South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT1643 and illustrated as Part 4 on sketch 8 attached hereto.

FIFTHLY: Lot 12 South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 62030ES and CT551693 and illustrated as Part 5 on sketch 8 attached hereto.

SCHEDULE H

SIXTHLY: Part of Lot 12 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 139217EP and illustrated as Part 6 on sketch 8 attached hereto.

SKETCH 8


FRONT STREET EAST
TRINITY STREET
CHERRY STREET
MILL STREET
PART 1
INST. Nº 71843 ES
PART 2
INST Nº CT 590936
108
PART 3
INST Nºs 50618 ES
50619 ES
PARCEL I-III
AND
INST. Nº 7126 DES
PART 4
INST Nº CT 1643
PART 5
INST. Nº 62030 ES, CT 551693
2 FT RESERVE
PART 6
INST Nº 139217 EP
108

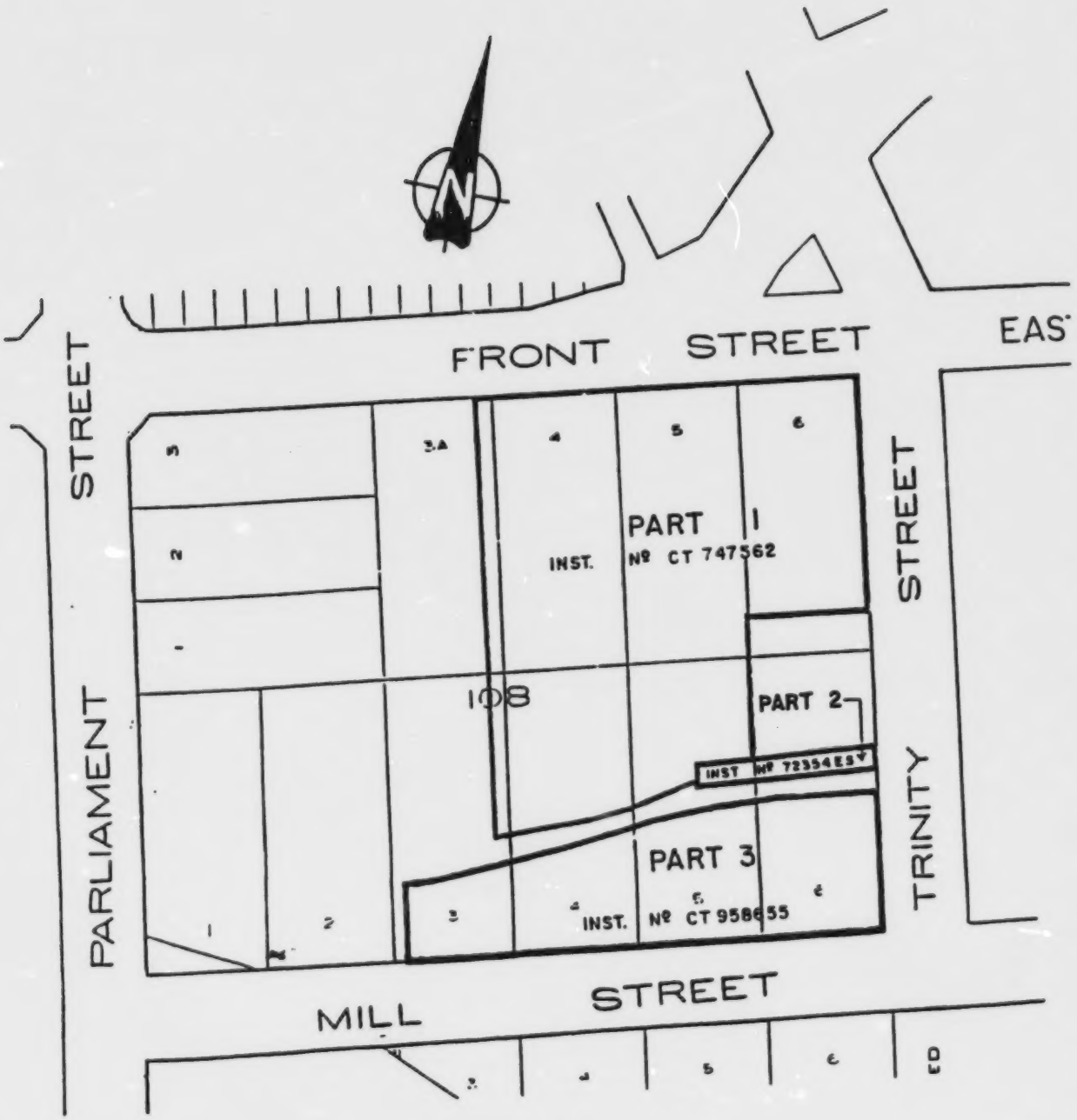
SCHEDULE I

FIRSTLY: Lots 4 and 5 and Parts of Lots 3A and 6 South Side of Front Street East and Parts of Lots 3, 4 and 5 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT747562 and illustrated as Part 1 on sketch 9 attached hereto;

SECONDLY: Parts of Lots 5 and 6 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 72354ES and illustrated as Part 2 on sketch 9 attached hereto;

THIRDLY: Parts of Lots 3, 4, 5 and 6 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT958655 and illustrated as Part 3 on sketch 9 attached hereto;

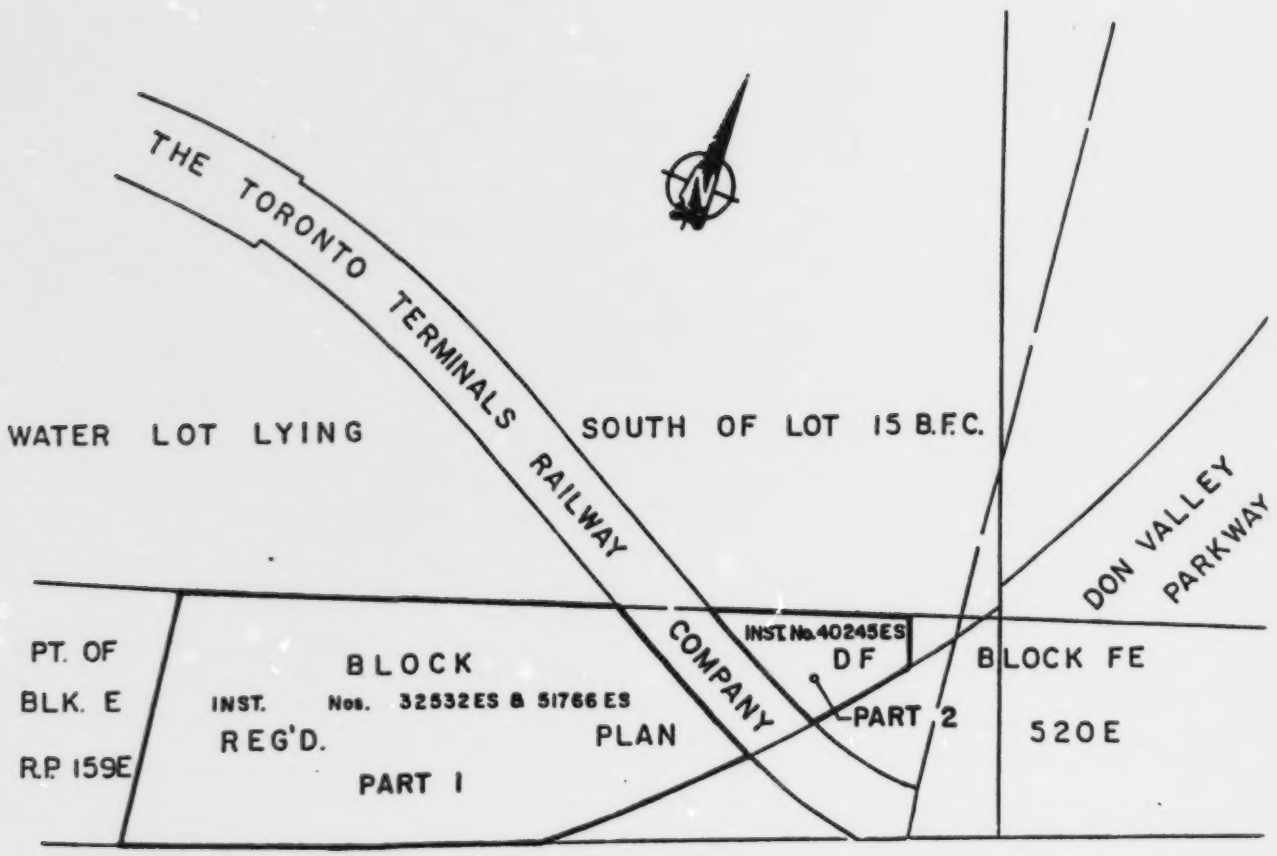
SKETCH 9


N
FRONT STREET
EAS
STREET
PARLIAMENT
TRINITY
STREET
MILL
STREET
PART 1
INST.
Nº CT 747562
108
PART 2
INST Nº 72354 ES
PART 3
INST. Nº CT 958655

SCHEDULE J

Part of Block DF, Plan 520E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 32532ES, 40245ES and 51766ES and illustrated as Parts 1 and 2 on sketch 10 attached hereto.

SKETCH 10


THE TORONTO TERMINALS RAILWAY COMPANY
N
WATER LOT LYING SOUTH OF LOT 15 B.F.C.
DON VALLEY PARKWAY
INST. No. 40245 ES
DF
PART 2
BLOCK FE
520 E
PT. OF BLK. E R.P. 159E
BLOCK
INST. Nos. 32532 ES & 51766 ES
REG'D. PLAN
PART 1
THE FREDERICK G. GARDINER EXPRESSWAY
(ABOVE LAKESHORE BLVD. EAST)

CITY CLERK'S OFFICE
ANS
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JUL 13 1 08 PM '88

CITY OF TORONTO
LEGAL DEPARTMENT

Mr. Dennis Y. Perlin

July 13, 1988

To: City Council

Subject: St. Lawrence Square - Required Applications for Project Commencement and Land Acquisition

Origin: City Solicitor (c06cncl88210:75)

Comments:

At its meeting of July 12, 1988, City Council adopted the recommendations in my report of the same date, thereby authorizing:

1) an application to the Minister of the Environment for an order under section 29 of the Environmental Assessment Act exempting the building development undertaking from the application of the Act and Regulations;

2) an application by the Corporation as expropriating authority to City Council as approving authority for approval to expropriate the lands described in the application;

3) an application to the Lieutenant Governor in Council under subsection 6(3) of the Expropriations Act for an order directing that the intended expropriation proceed without the inquiry procedure provided for in the Act;

4) an application to the Lieutenant Governor in Council for the designation of The Corporation of the City of Toronto as a building development corporation authorized to undertake the project with guarantees for the necessary loans under the Housing Development Act; and

5) an application to the Ontario Municipal Board for approval of the execution of the agreement under the Housing Development Act and the carrying out of the project.

Following the meeting, the required applications, together with supporting documentation, were submitted to the Minister of the Environment, the Lieutenant Governor in Council and the Ontario Municipal Board.

The Minister of the Environment has now granted the required exemption order under section 29 of the Environmental Assessment Act. The Lieutenant Governor in Council has granted an Order-in-

Council directing that the intended expropriation proceed without the inquiry procedure provided for in the Act and a further Order-in-Council designating The Corporation of the City of Toronto as a building development corporation authorized to undertake this project under the Housing Development Act. Finally, the Ontario Municipal Board has approved the execution of the housing development agreement and the carrying out of the proposed project.

Therefore, it is now appropriate to proceed with the expropriation. By adopting the following recommendations, City Council will authorize the implementation of the expropriation and the carrying out of certain steps related thereto.

Recommendations:

1. That City Council acknowledge the following with respect to the proposed building development project to be known as St. Lawrence Square:

   (i) Order No. 1722/88 from the Minister of the Environment under section 29 of the Environmental Assessment Act exempting the building development undertaking from the application of the Act and Regulations;

   (ii) Order-in-Council No. 1723/88 under subsection 6(3) of the Expropriations Act directing that the intended expropriation proceed without the inquiry procedure provided for in the Act; and

   (iii) Order-in-Council No. 1724/88 designating The Corporation of the City of Toronto as a building development corporation authorized to undertake the project with guarantees for the necessary loans under the Housing Development Act.

2. That City Council acknowledge the approval by the Ontario Municipal Board under Order No. E 880994 dated July 13, 1988 for the execution of the agreement under the Housing Development Act between the Province and the City with respect to this proposed building development to be known as St. Lawrence Square and the carrying out of the project.

3. That the Mayor or other member of the Executive Committee AND the City Treasurer, Deputy City Treasurer or Director, Treasury, be authorized to execute the housing development agreement described in Recommendation No. 2.

4. That City Council approve the application of The Corporation of the City of Toronto for approval to expropriate the lands set out in the Appendix to this report for the purposes of the proposed building development under the Housing Development Act to be known as St. Lawrence Square and the City Solicitor be authorized to introduce in Council any necessary bills.

5. That the lands set out in the Appendix to this report be expropriated for the purposes of a building development under the Housing Development Act and the City Solicitor be authorized to introduce any necessary bills to effect the expropriation.

6. That the necessary land surveys with respect to the expropriated lands be prepared by or on behalf of the City Surveyor, signed by the Mayor or other member of the Executive Committee and the City Treasurer, the Deputy City Treasurer or the Director, Treasury, and registered in the Land Registry Office as the expropriation plans for the lands expropriated in accordance with the requirements of the Expropriations Act.

7. That the Commissioner of City Property and the City Solicitor serve copies of the Application for Approval to Expropriate and Order-in-Council No. 1723/88 under subsection 6(3) of the Expropriations Act directing that the intended expropriation proceed without the inquiry procedure provided for in the Act upon all registered owners affected by the expropriation.

8. That the Commissioner of City Property and the City Solicitor be authorized to prepare and serve the necessary Notices of Expropriation, Election and Possession upon all owners affected by the expropriation as required under the Expropriations Act with the formal possession date to be 90 days after the date of the service of the Notice of Possession.

9. That, prior to taking possession of the expropriated lands, the Commissioner of City Property be authorized to undertake or arrange for the necessary appraisals for the purpose of serving Offers of Compensation on the expropriated owners as required under section 25 of the Expropriations Act together with offer acceptance forms and copies of appraisal reports as required under the Expropriations Act

10. That the City Solicitor be authorized to retain Stephen Waque of the firm of Borden & Elliot as legal counsel with respect to the matters of compensation for the expropriated owners under the Expropriations Act and as necessary with respect to the acquisition of the railway companies' lands and be

requested to prepare a budget for Mr. Waque's work and present it to the Executive Committee for approval as soon as possible.

11. That the Commissioner of City Property be authorized to retain Real Estate Appraisers and Business Evaluation experts as necessary to fulfil the requirements for compensation under the Expropriations Act.

12. That the Commissioner of City Property be authorized in consultation with the City Solicitor through outside legal counsel, to negotiate compensation settlements with the expropriated owners where reasonably possible and to report back thereon to the Executive Committee in due course for approval of those proposed settlements.

City Solicitor

JAP:ic

Encl. 300

APPENDIX

SCHEDULE A

FIRSTLY: Parts of Lots 30, 31 and 32 South side of King Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT449416 and illustrated as Part 1 on Sketch 1 attached hereto.

SECONDLY: Parts of Lots 3, 4, 5, 6 and 7 East side St. Lawrence Street, Lots 34, 35, 36, 37 and 38 and Part of Lot 39 South side of King Street East, Plan 108 and Part of Block H, Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in Instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Numbers 3821ES, 62467 remainder, 60861ES, 21742R remainder and Patent dated April 26, 1819 (see Vic 10 and 11 Chapter 57), and illustrated as Part 2 on Sketch 1 attached hereto;

SAVING and EXCEPTING an Easement in Favour of Ontario Hydro as set out in an instrument registered in the said Land Registry Office as Number CT466801.

THIRDLY: Lot 33 and Parts of Lots 30, 31, 32 and 39 South side of King Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in Instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Numbers 43365ES, 172975GR, 19201ES, CT4044 and CT41722 and illustrated as Parts 3 and 4 on Sketch 1 attached hereto;

FOURTHLY: Part of Lot 39 South side of King Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT886097 and illustrated as Part 5 on Sketch 1 attached hereto;

SAVING and EXCEPTING an Easement in Favour of Ontario Hydro as set out in an instrument registered in the said Land Registry Office as Number CT174850.

SCHEDULE A

FIFTHLY: Parts of Lots 9 and 10, East side St. Lawrence Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described as a parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66, as Parcel 9-6, Section A-108 and illustrated as Part 6 on Sketch 1 attached hereto;

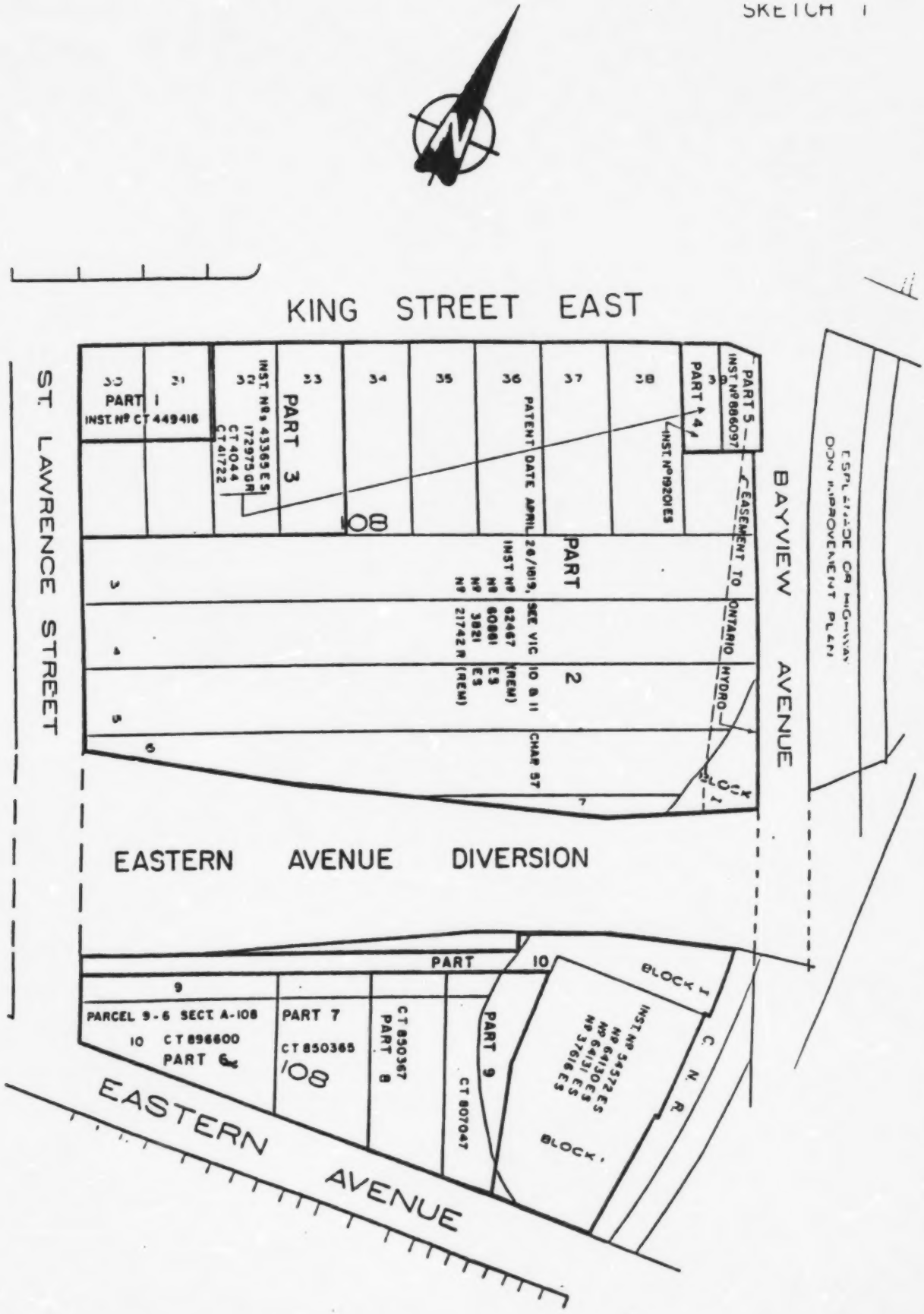
SIXTHLY: Parts of Lots 9 and 10 East side St. Lawrence Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT850365 and illustrated as Part 7 on Sketch 1 attached hereto;

SEVENTHLY: Parts of Lots 9 and 10 East side St. Lawrence Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as Number CT850367 and illustrated as Part 8 on Sketch 1 attached hereto;

EIGHTHLY: Parts of Lots 9 and 10 East side St. Lawrence Street, Plan 108, and Part of Block H, Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in an Instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT807047 and illustrated as Part 9 on Sketch 1 attached hereto;

NINETHLY: Parts of Lots 9 and 10, East side St. Lawrence Street, Plan 108 and Parts of Blocks H and I Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in Instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 37616ES remainder, 64130ES, 54572ES, and 64131ES and illustrated as Part 10 on Sketch 1 attached hereto.

SKETCH 1


KING STREET EAST
ST. LAWRENCE STREET
BAYVIEW AVENUE
EASTERN AVENUE DIVERSION
EASTERN AVENUE
PART 1
INST. Nº CT 449416
PART 3
PART 2
PART 4
PART 5
INST. Nº 886097
EASEMENT TO ONTARIO HYDRO
PATENT DATE APRIL 26/1819, SEE VIC 10 & 11 CHAP 57
INST Nº 62467 (REM)
Nº 60881 E3
Nº 3821 E3
Nº 21742 R (REM)
INST. Nº 43365 E3
172975 GR
CT 4044
CT 41722
INST. Nº 192016 E3
ESPLANADE OR HIGHWAY
DON IMPROVEMENT PLAN
BLOCK I
PART 10
PART 9
PART 7
PARCEL 9-6 SECT A-108
10 CT 896600
PART 6
CT 850365
CT 850367
PART 8
CT 807047
INST Nº 54512 E3
Nº 64102 E3
Nº 57618 E3
BLOCK J
C N R
108

SCHEDULE B

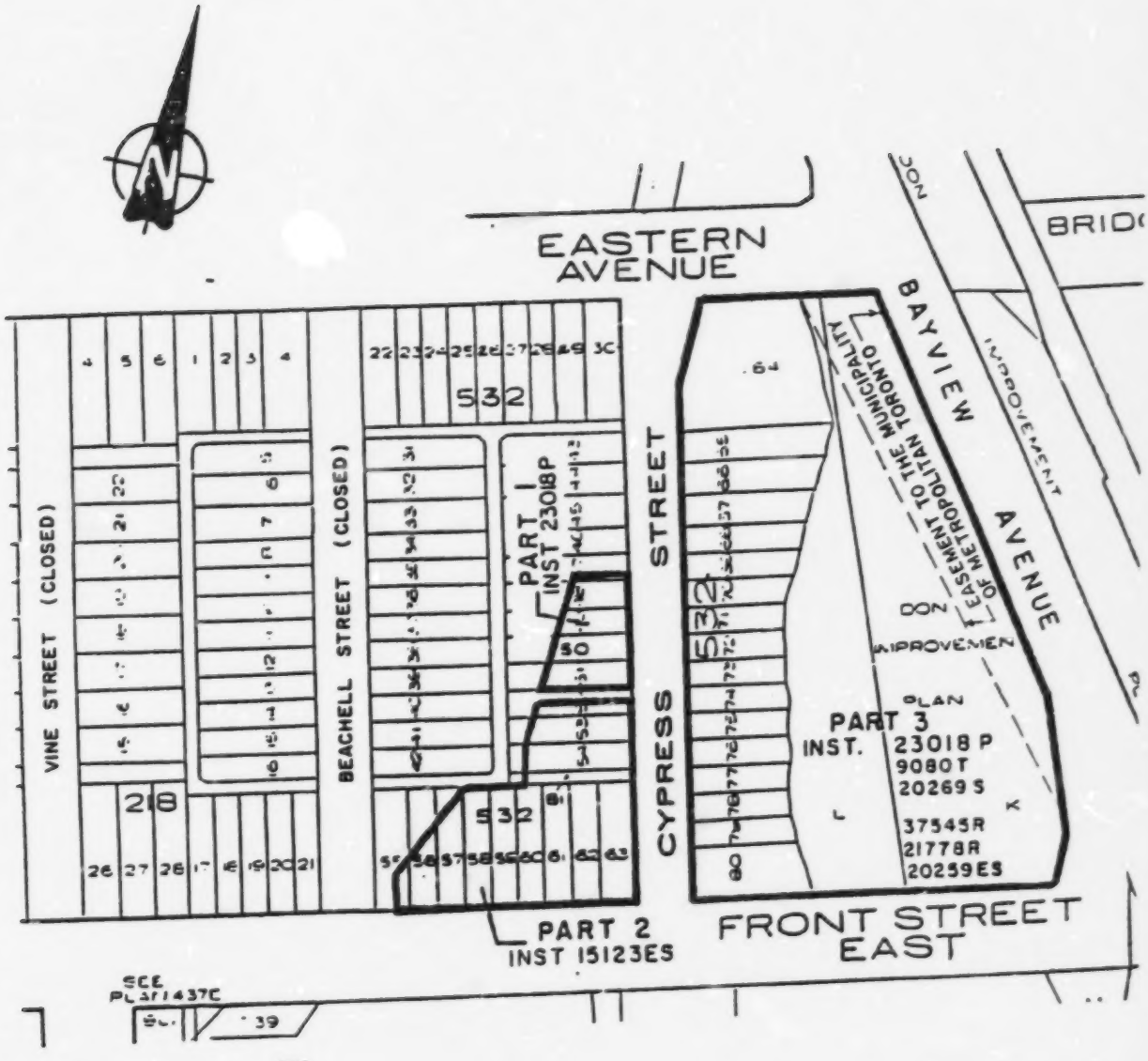
FIRSTLY: Parts of Lots 47, 48, 49, 50 and 51, Plan 532, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 23018P and illustrated as Part 1, on sketch 2 attached hereto.

SECONDLY: Parts of Lots 52, 53, 54, 55, 56, 57 and 81 and all of Lots 58, 59, 60, 61, 62 and 63, Plan 532, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 15123ES and illustrated as Part 2 on sketch 2 attached hereto.

THIRDLY: Part of Lot 64 and all of Lots 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79 and 80, Plan 532 and Block L and Part of Block K, Don Improvement Plan, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 23018P, 9080T, 20269S, 37545R, 21778R and 20259ES and illustrated as Part 3 on sketch 2 attached hereto.

SAVING and EXCEPTING an easement in favour of the Municipality of Metropolitan Toronto as set out in an instrument registered in the said Land Registry Office as Number CT72312.

SKETCH 2

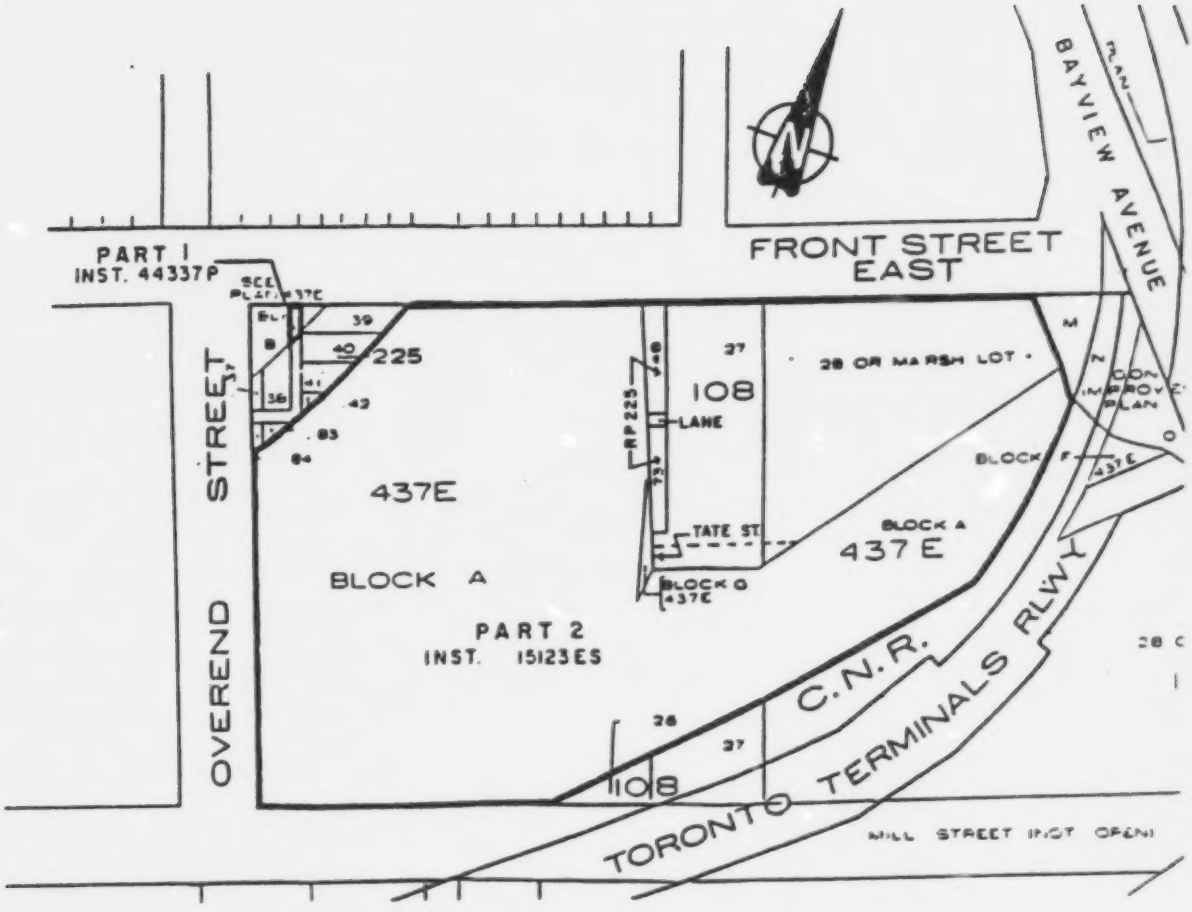

EASTERN AVENUE
BAYVIEW AVENUE
VINE STREET (CLOSED)
BEACHELL STREET (CLOSED)
CYPRESS STREET
FRONT STREET EAST
PART 1 INST 23018P
PART 2 INST 15123ES
PART 3 INST. 23018 P 9080T 20269 S 37545R 21778R 20259ES
EASEMENT TO THE MUNICIPALITY OF METROPOLITAN TORONTO
IMPROVEMENT
532
218
SEE PL 371437C

SCHEDULE C

FIRSTLY: Part of Block B, Plan 437E, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 44337P and illustrated as Part 1 on sketch 3 attached hereto;

SECONDLY: Blocks A and G, Plan 437E and Parts of Lots 27 and 28 or Marsh Lot South of Front Street East, Plan 108, Parts of Lots 27 and 28 or Marsh Lot North of Mill Street, Plan 108, Parts of Lots 48 and 73, Part of Tate Street and Part of the lane between Lots 48 and 73, Plan 225, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 15123ES and illustrated as Part 2 on sketch 3 attached hereto.

SKETCH


PART 1
INST. 44337P
FRONT STREET
EAST
BAYVIEW AVENUE
OVEREND STREET
225
437E
BLOCK A
108
LANE
TATE ST.
BLOCK A
437 E
BLOCK A
437E
PART 2
INST. 15123ES
C.N.R.
TORONTO TERMINALS RLWY
MILL STREET (NOT OPEN)

SCHEDULE D

FIRSTLY: Parts of Lots 16, 17, 18, 19 and 20 North Side of Eastern Avenue, Plan 108, Part of Lot 3, Plan 34E and Parts of Lots 7 and 8, Plan M-653, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT954836 and described in Parcels registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66 as Parcel 3-4, Section A-34-E and Parcel 7-1, Section M-653 and illustrated as Parts 1, 2, 4 and 6 on Sketch 4 attached hereto.

SECONDLY: Parts of Lots 18 and 19 North Side of Eastern Avenue, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT644971 and CT644972 and described in a Parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66 as Parcel 3-5, Section A-34-E and illustrated as Part 3 on Sketch 4 attached hereto.

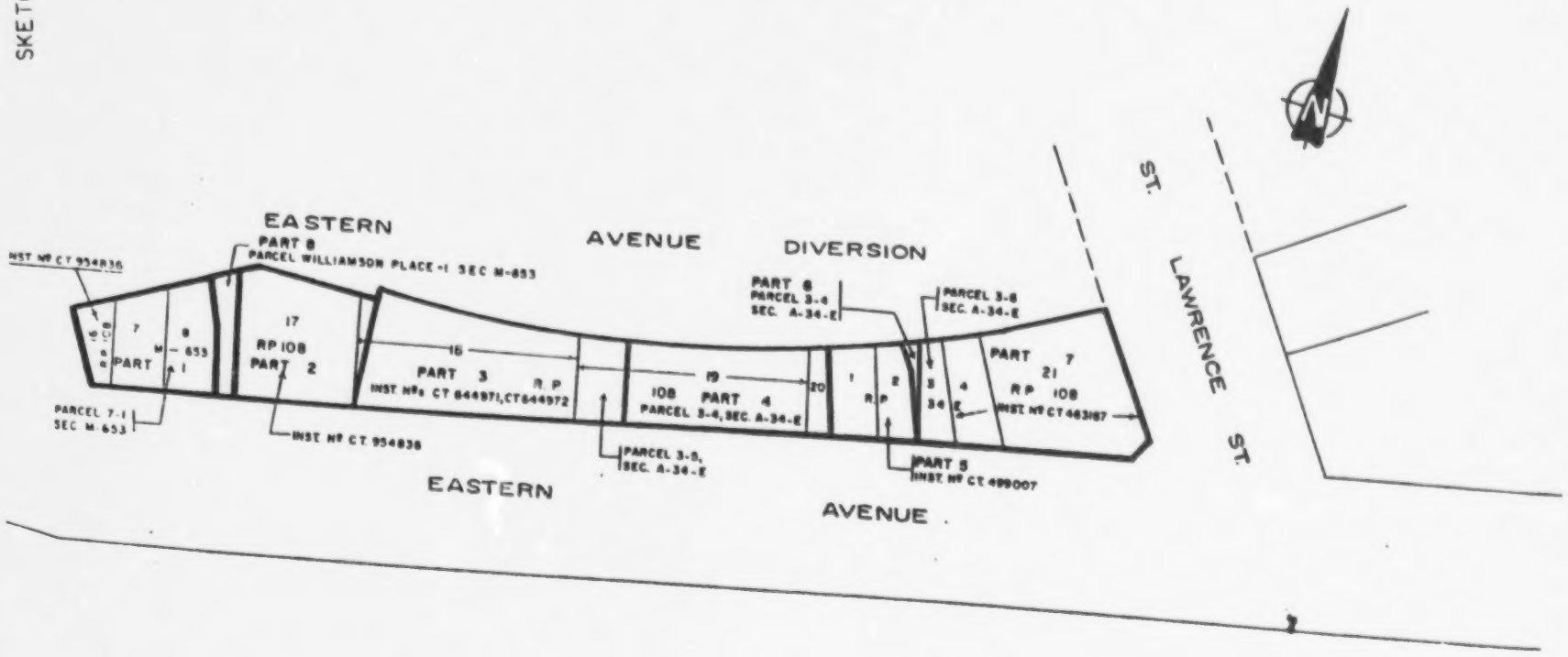
THIRDLY: Parts of Lots 1 and 2, Plan 34E, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT499007 and illustrated as Part 5 on sketch 4 attached hereto.

FOURTHLY: Part of Lot 21 North Side of Eastern Avenue, Plan 108, Part of Lot 4 on Plan 34E and Part of Lot 3, Plan 34E, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT463167 and described in a Parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto No. 66 as Parcel 3-6, Section A-34-E and illustrated as Part 7 on Sketch 4 attached hereto.

SCHEDULE D

FIFTHLY: Part of Williamson Place, Plan M-653, City of Toronto, Municipality of Metropolitan Toronto, described in a parcel registered in the Land Registry Office for the Land Titles Division of Metropolitan Toronto Number 66 as Parcel Williamson Place-1 Section M-653 and illustrated as Part 8 on Sketch 4 attached hereto.

SKETCH 4


EASTERN AVENUE DIVERSION
PART 8
PARCEL WILLIAMSON PLACE-1 SEC M-653
INST Nº CT 954836
PART 6
PARCEL 3-4
SEC. A-34-E
PARCEL 3-6
SEC. A-34-E
ST. LAWRENCE ST.
N
PART 7
M-653
17
RP 108
PART 2
18
PART 3
RP
INST Nºs CT 644971, CT 644972
19
108 PART 4
PARCEL 3-6, SEC. A-34-E
20
1
2
RP
3
4
34
E
PART 21
RP 108
INST Nº CT 483187
PARCEL 7-1
SEC. M-653
INST Nº CT 954836
PARCEL 3-5,
SEC. A-34-E
PART 5
INST Nº CT 499007
EASTERN AVENUE

SCHEDULE E

FIRSTLY: Part of Market Place, Parts of Lots 1, 2, 3 and 4 South Side of Market Street, Parts of Lots 17 and 18 South Side of Eastern Avenue and Part of Worts Avenue as closed by By-law 7897 registered as Instrument Number 44584S, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT818616 and illustrated as Part 1 on sketch 5 attached hereto.

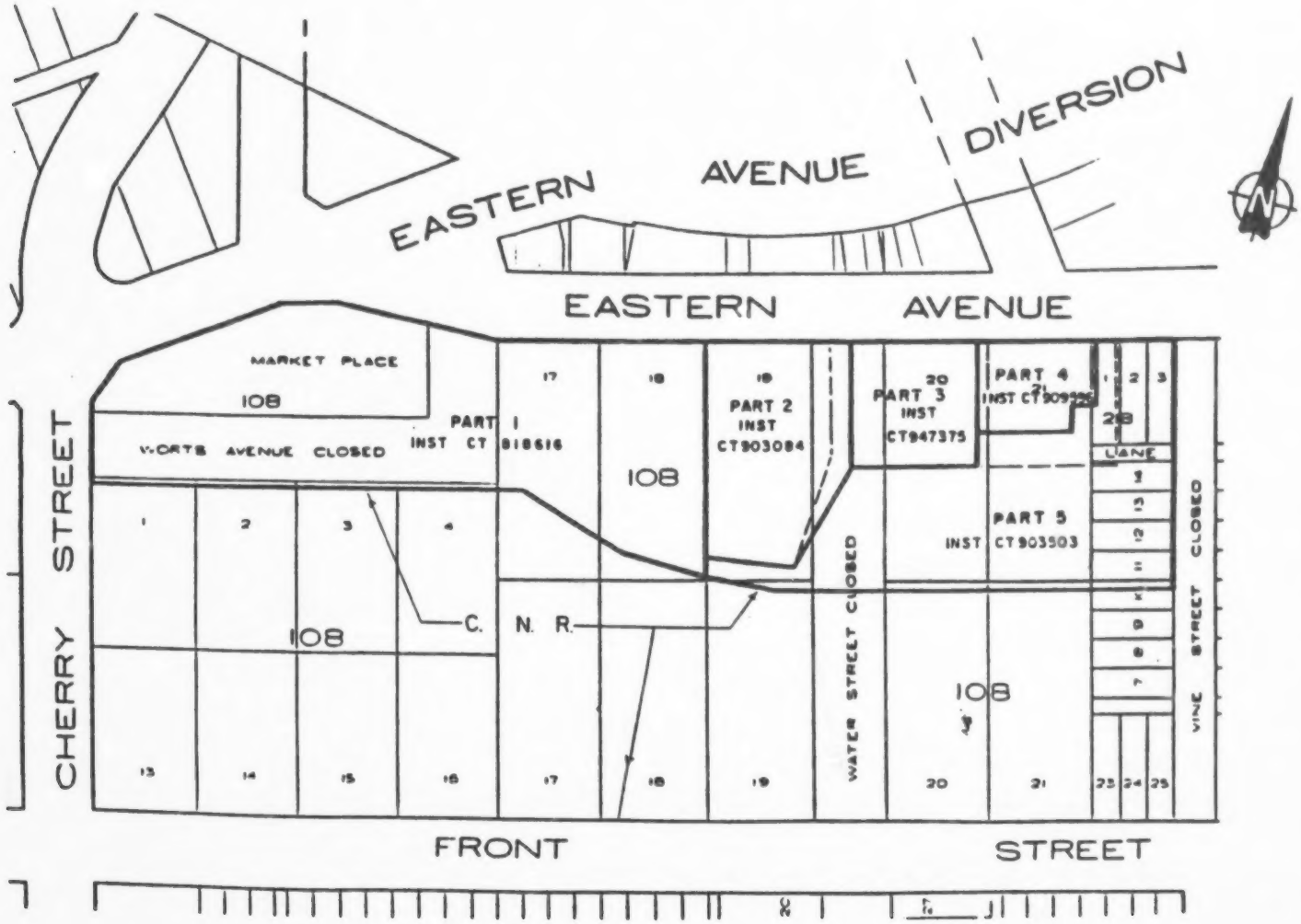
SECONDLY: Part of Lot 19 South Side of Eastern Avenue, Plan 108, and Part of Water Street Plan 108 closed by By-law 4835 registered as Instrument Number 26781P, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT903084 and illustrated as Part 2 on sketch 5 attached hereto.

THIRDLY: Part of Lot 20 South Side of Eastern Avenue, Plan 108, and Part of Water Street Plan 108 closed by By-law 4835 registered as Instrument Number 26781P, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT947375 and illustrated as Part 3 on sketch 5 attached hereto.

FOURTHLY: Parts of Lots 20 and 21 South Side of Eastern Avenue, Plan 108, and Part of Lot 1, Plan 218, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT909596 and illustrated as Part 4 on sketch 5 attached hereto.

FIFTHLY: Parts of Lots 19, 20 and 21 South Side of Eastern Avenue, Plan 108, and Parts of Lots 19, 20 and 21 North Side of Front Street East Plan 108 and Part of Water Street Plan 108 closed by By-law 4835 registered as Instrument Number 26781P, and Parts of Lots 1 and 10, all of Lots 2, 3, 11, 12, 13 and 14 and the Lane in the rear of Lots 1, 2 and 3, Plan 218, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT903503 and illustrated as Part 5 on sketch 5 attached hereto.

SKETCH 5


EASTERN AVENUE
DIVERSION
EASTERN AVENUE
MARKET PLACE
108
WORTS AVENUE CLOSED
PART 1
INST CT 818616
PART 2
INST
CT903084
PART 3
INST
CT947375
PART 4
INST CT909226
PART 5
INST CT903503
LANE
CHERRY STREET
C.
N. R.
WATER STREET CLOSED
VINE STREET CLOSED
FRONT STREET

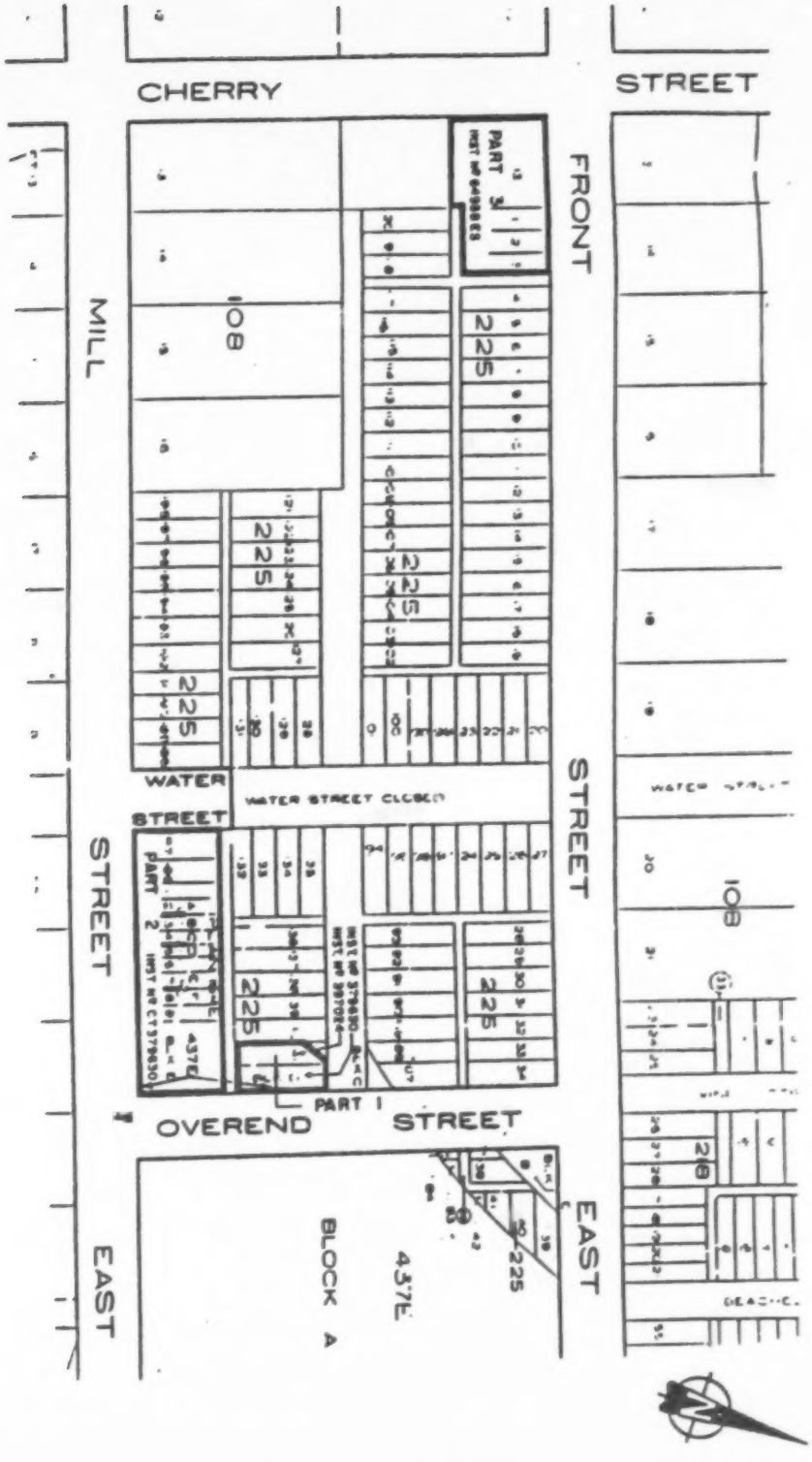
SCHEDULE F

FIRSTLY: Lots 1, 2, 3, 4, 5, 6, 7, 8 and 9, Lots A, B, C, D, E and F, Plan 164E, Lots 186 and 187 and Part of Lot 141, Plan 225 and All of Blocks D and E, Plan 437E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT379630 and CT397024 and illustrated as Parts 1 and 2 on sketch 6 attached hereto.

Saving and Excepting any mines, ores, metals, coal, slate, mineral oils, gas or other materials in or under that portion of Lot 141, Plan 225 as set out in the said instrument number CT397024;

SECONDLY: Lots 1, 2 and 3, Plan 225, and Part of Lot 13, South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 64558ES and illustrated as Part 3 on sketch 6 attached hereto.

SKETCH 6


CHERRY
STREET
MILL
FRONT
STREET
WATER
STREET
WATER STREET CLOSED
PART 2
PART 1
OVEREND
STREET
EAST
STREET
BLOCK A
437E
108
225
216
N

SCHEDULE G

FIRSTLY: Lot 11 and Part of Lot 12, South Side of Eastern Avenue, Plan 108, Parts of Lots 9, 10, 11 and 12 North Side of Front Street East, Plan 108, Lots 1, 2, 3 and 4, Plan 154E and Parts of Lots 5, 6, 7, 10 and 12, Plan 154E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658255 and CT101633 (remainder) and illustrated as Part 1 on sketch 7 attached hereto.

SECONDLY: Parts of Lots 10, 11 and 12 North Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658257, 50618ES (remainder) and 50619ES and illustrated as Part 2 on sketch 7 attached hereto.

THIRDLY: Parts of Lots 9 and 10 North Side of Front Street East, Plan 108, and Parts of Lots 9 and 10, Plan 154E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658258 and CT99943 and illustrated as Part 3 on sketch 7 attached hereto.

FOURTHLY: Lots 8 and 11 and Parts of Lots 5, 6, 7, 9, 10 and 12, Plan 154E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT658256 and CT859491 and illustrated as Part 4 on sketch 7 attached hereto.

FIFTHLY: Part of Lot 21, Plan 122, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers CT262028 and CT269801 (remainder) and illustrated as Part 5 on sketch 7 attached hereto.

SKETCH 7

TRINITY STREET
ERIN STREET
263E
108
122
LOT 21
PLAN 122
PART 5
INST Nº CT 262028
CT 269801
FRONT
SEE PLAN E242
108
PLACE
106
EASTERN AVENUE
154E
PART 1
INST Nº CT 658255
CT 101633
108
PART 2
PART 3
INST Nº 50618 ES
INST Nº 50619 ES
INST Nº CT 658257
154E
PART 4
INST Nº CT 658256
STREET
EAST
CHERRY
TRINITY STREET
INST. Nº CT
INST. Nº 71843 ES
108
INST Nº CT 220936
INST Nº 50618 ES
50619 ES
PARCELS I-III
AND
INST Nº 71260 ES
INST Nº CT 1643
INST Nº 62030 ES, CT 559693
2 FT RESERVE

SCHEDULE H

FIRSTLY: Parts of Lots 7 and 8 South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 71843ES and illustrated as Part 1 on sketch 8 attached hereto.

SECONDLY: Parts of Lots 7 and 8 South Side of Front Street East and Parts of Lots 7, 8 and 9 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT590936 and illustrated as Part 2 on sketch 8 attached hereto.

THIRDLY: Lots 1, 2 and 3, the Private Lane and the two Foot Reserve lying to the South and East of the Private Lane all on Plan 611, Parts of Lots 8, 9 and 10 South side of Front Street East, and Parts of Lots 9, 10, 11 and 12 North side of Mill Street Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 50618ES, 50619ES and 71260ES and illustrated as Part 3 on sketch 8 attached hereto.

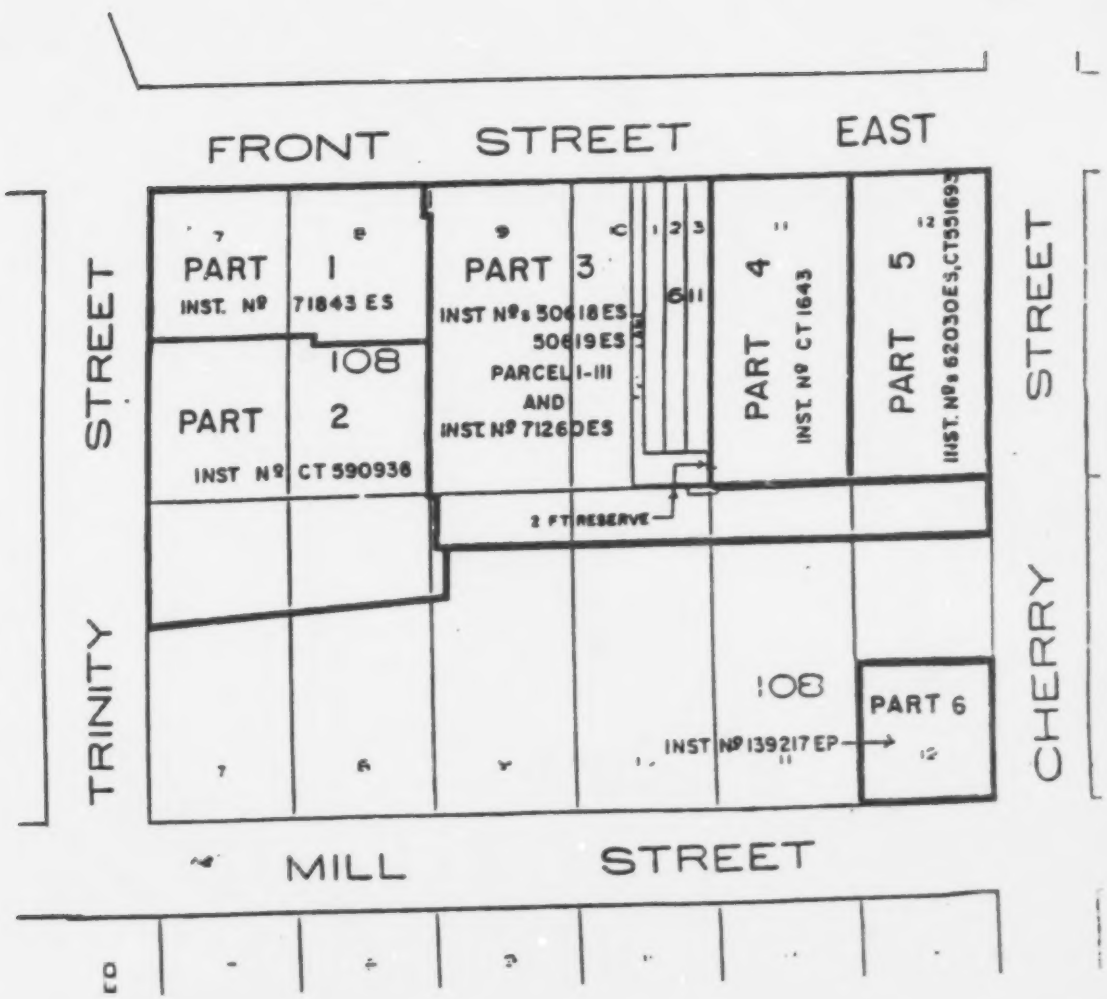
FOURTHLY: Lot 11 South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT1643 and illustrated as Part 4 on sketch 8 attached hereto.

FIFTHLY: Lot 12 South Side of Front Street East, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 62030ES and CT551693 and illustrated as Part 5 on sketch 8 attached hereto.

SCHEDULE H

SIXTHLY: Part of Lot 12 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 139217EP and illustrated as Part 6 on sketch 8 attached hereto.

SKETCH 8


FRONT STREET EAST
TRINITY STREET
CHERRY STREET
MILL STREET
PART 1
INST. Nº 71843 ES
PART 2
INST Nº CT 590936
108
PART 3
INST Nºs 50618 ES
50619 ES
PARCEL I-III
AND
INST. Nº 7126 DES
PART 4
INST Nº CT 1643
PART 5
INST. Nºs 62030 ES, CT551693
2 FT RESERVE
108
PART 6
INST Nº 139217 EP

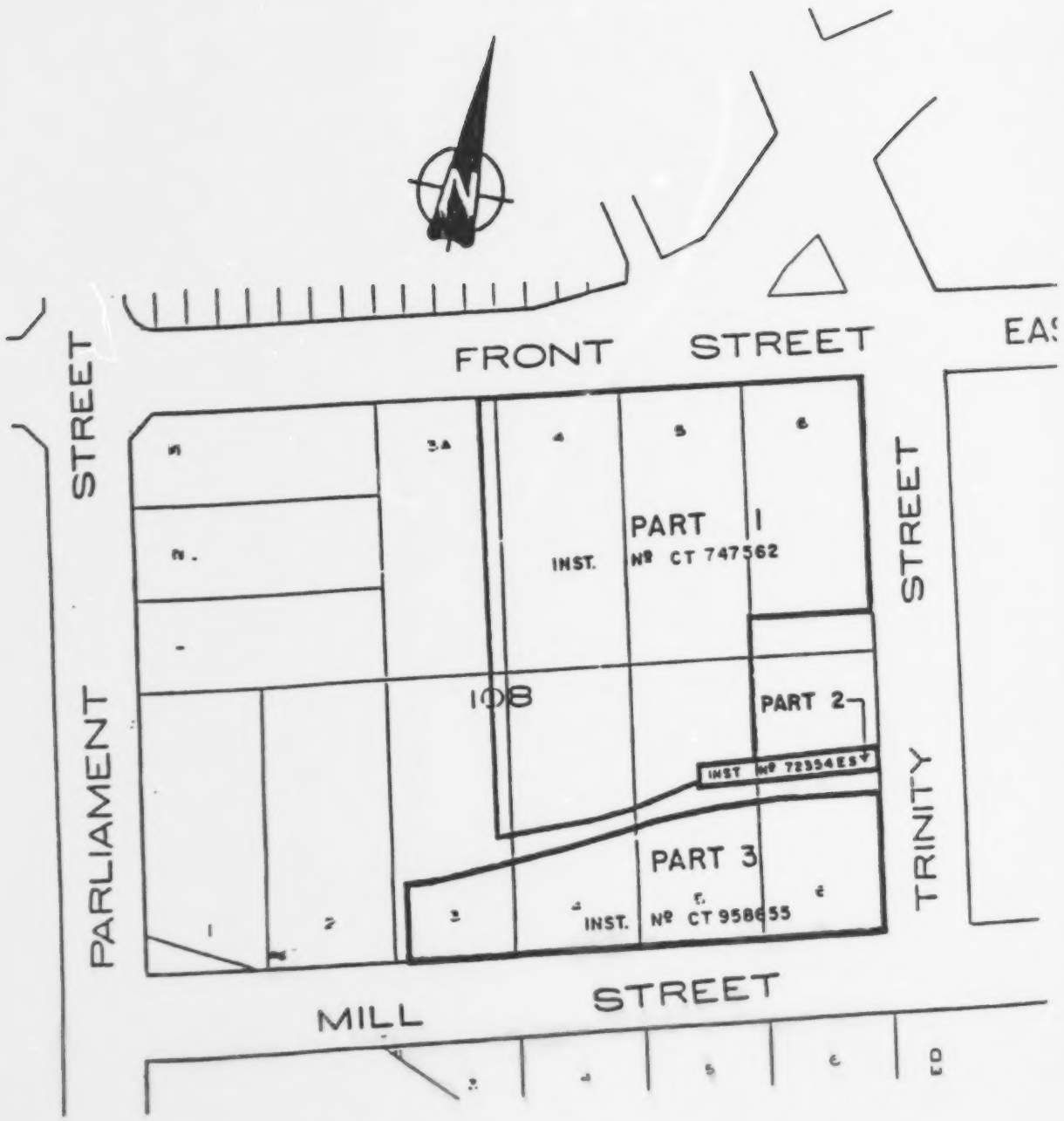
SCHEDULE I

FIRSTLY: Lots 4 and 5 and Parts of Lots 3A and 6 South Side of Front Street East and Parts of Lots 3, 4 and 5 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT747562 and illustrated as Part 1 on sketch 9 attached hereto;

SECONDLY: Parts of Lots 5 and 6 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number 72354ES and illustrated as Part 2 on sketch 9 attached hereto;

THIRDLY: Parts of Lots 3, 4, 5 and 6 North Side of Mill Street, Plan 108, City of Toronto, Municipality of Metropolitan Toronto, described in an instrument registered in the Land Registry Office for the Registry Division of Toronto No. 63 as number CT958655 and illustrated as Part 3 on sketch 9 attached hereto;

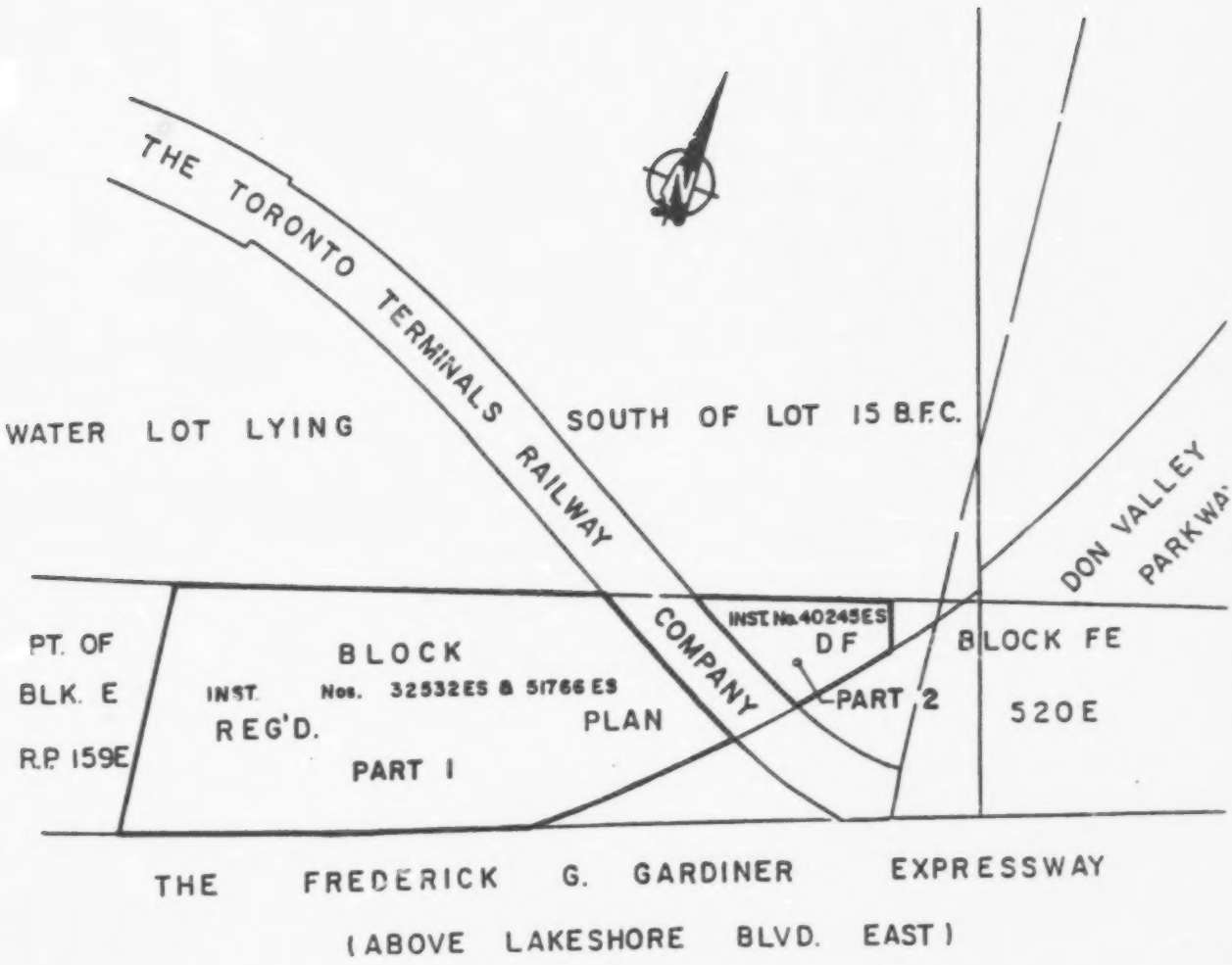
SKETCH 9


FRONT STREET
PARLIAMENT STREET
TRINITY STREET
MILL STREET
PART 1
INST. Nº CT 747562
PART 2
INST Nº 72354 ES
PART 3
INST. Nº CT 958655
108

SCHEDULE J

Part of Block DF, Plan 520E, City of Toronto, Municipality of Metropolitan Toronto, described in instruments registered in the Land Registry Office for the Registry Division of Toronto No. 63 as numbers 32532ES, 40245ES and 51766ES and illustrated as Parts 1 and 2 on sketch 10 attached hereto.

SKETCH 10


THE TORONTO TERMINALS RAILWAY COMPANY
WATER LOT LYING SOUTH OF LOT 15 B.F.C.
DON VALLEY PARKWAY
PT. OF BLK. E R.P. 159E
BLOCK
INST. Nos. 32532ES & 51766ES
REG'D. PLAN
PART 1
INST. No. 40245ES
D F
PART 2
BLOCK FE
520E
THE FREDERICK G. GARDINER EXPRESSWAY
(ABOVE LAKESHORE BLVD. EAST)

CITY CLERK'S OFFICE
330-4454
JUL 13 12 21 PM '88

John R. Casey, Q.C.
Barrister and Solicitor

SUITE 1516
THE SIMPSON TOWER

401 BAY STREET

TELEPHONE 863 0910
AREA CODE 416
TELECOPIER 863 9964

Toronto
ONTARIO, CANADA
M5H 2Y4

DELIVERED

July 13, 1988

Mayor and Members of Council
City of Toronto
New City Hall
100 Queen Street West
Toronto, Ontario
M5H 2N1

Dear Mayor and Members of Council:

Re: 321 Front Street East, Toronto AND
Re: Your Announcement this day as to Development of Lands East of Parliament Street in the City of Toronto Between Front and King Streets

I am writing on behalf of my clients, BRL Realty Limited and RNE Realty Limited, who obtained title to the above lands on October 16, 1985. Since that time in excess of one million dollars has been spent in developing the site and buildings into a Chrysler motor vehicle dealership, in conjunction with a Budget Rent-A-Car location, which operation employs more than 40 persons.

My clients strongly object to their commercial lands being incorporated into an avowed land assembly apparently restricted to residential use. On behalf of my clients my position in respect of their ownership is that arterial roads such as Front Street and Parliament Street are to maintain their commercial character and are not to be taken into Municipal or other Governmental ownership.

In view of the manner in which your proposed development has taken place we require:

1. Copies of any material or by-laws or reports which pertain.

2. An opportunity to meet with your staff.

3. The opportunity to attend a formal presentation by the Municipality as to their conception of planning with subsequent opportunities to address any expropriation and planning issues.

I further formally require that no further action be taken by Council or its Committees until the foregoing opportunity, at least, has been extended to us.

Yours very truly,

John R. Casey, Q.C.

JRC/dab